

DEATH BECOMES HER

by

Martin Donovan & David Koepp

DOBH 64

THIS MATERIAL IS THE PROPERTY OF UNIVERSAL STUDIOS AND IS INTENDED AND RESTRICTED SOLELY FOR USE BY UNIVERSAL PERSONNEL. DISTRIBUTION OR DISCLOSURE OF THIS MATERIAL TO UNAUTHORIZED PERSONS IS PROHIBITED. THE SALE, COPYING, OR REPRODUCTION OF THIS MATERIAL IN ANY FORM IS ALSO PROHIBITED.

July 25, 1991

FADE IN:

1 EXT NEW YORK SKYLINE NIGHT

1

A soft summer shower flashes and RUMBLES over New York City.
A legend --

BROADWAY, 1979.

The title of a show, "Songbird!," blinks in red neon on a theatre marquis, and next to it the words "Preview Tonight!" Up above the title, the name "MADELINE ASHTON" glitters in brilliant black letters.

A COUPLE burst out of the theatre and breathe the night air as if for the first time.

MAN

A musical version of "Sweet Bird of Youth?" Are they kidding?

WOMAN

Thank God you wanted to leave.

They hurry down the street as a SECOND COUPLE comes out of the theatre.

SECOND WOMAN

Could you believe, Madeline Ashton?
Talk about waking the dead.

SECOND MAN

I gotta get a drink.

The Second Woman tosses her Playbill, which lands face up on the sidewalk in the rain. There's a picture of a woman on the cover, a glamorous actress and we --

CUT TO:

2 INT THEATRE NIGHT

2

-- the Actress's face, and the picture on the Playbill isn't exactly from yesterday. MADELINE ASHTON, fortyish, has just reached the point where age is beginning to encroach on her incredible looks. She's elegant, she's beautiful, but if you look closely behind her eyes in a quiet moment, you'll notice something else.

She's terrified.

Right now she's singin' and dancin' up a storm, seemingly without benefit of training in singin' or dancin'.

CONTINUED

A DOZEN GUYS IN TUXEDOS carry her across the stage while she sings the first act curtain number, "I'm an Actress, I'm a Star."

Walkouts continue in the audience.

IN THE AUDIENCE,

two hands are intertwined. He, DR. ERNEST MENVILLE, is in his forties, a bit rumpled. She, HELEN SHARP, is about five years younger. Pretty but dowdy, Helen seems to have completely reinvented style by ignoring it. "Provincial" is too harsh, "homey" is a better word for Helen.

Ernest beams, thoroughly enjoying the play. He leans over to Helen and whispers.

ERNEST
She's sensational!

Helen looks at him, concerned, as he turns his attention back to the play. She seems strangely saddened by his enjoyment of it.

CUT TO:

3 INT BACKSTAGE NIGHT

3

MADELINE is in her dressing room backstage, removing her makeup. As it comes off, she examines her face critically in the mirror.

MADELINE
(muttering)
Wrinkle, wrinkle, go away, come
again on Doris Day.

ROSE, Madeline's factotum, comes into the room.

ROSE
They're here, Miss Ashton.

MADELINE
Who?

ROSE
Your guests. Miss Helen Sharp
with a gentleman.

CONTINUED

MADELINE

How does she look? Does she look old? I mean -- how old would you guess she is?

ROSE

Who?

MADELINE

Helen, you idiot.

ROSE

: Oh! Well, I wouldn't know, Miss Ashton.

MADELINE

I swear to God, Rose, if you get any slower you'll be declared dead.

The door opens. HELEN comes in with ERNEST, who follows her rather shyly. Madeline turns toward Helen with the greatest theatrical smile.

HELEN

How are you, Mad?

MADELINE

Hell, darling, I can't believe it! It's been so long. And don't you dare say how long.

They kiss, and as they do Madeline's eyeline shifts towards Ernest, who nods and claps his hands politely in reference to the play.

HELEN

Mad, I want you to meet Dr. Ernest Menville, my fiancée.

MADELINE

Oh -- of course, the plastic surgeon. I've read all about you, Dr. Menville, how nice to finally meet you.

ERNEST

You were wonderful, Miss Ashton.

Madeline raises an eyebrow as she regards Ernest. Helen catches her reaction and continues, somewhat ill-at-ease.

CONTINUED

HELEN

Ernest is quite a fan. He never told me he had such a Madeline Ashton thing.

MADELINE

They never do, dear.

ERNEST

(blushing)

I wouldn't say a thing, actually.

MADELINE

Of course you would.

(looks him up and down)

I had no idea plastic surgeons were allowed to be so attractive.

Helen slides an arm possessively through Ernest's, pulling him closer to her.

MADELINE (cont.)

Well, look at you two. I guess congratulations are in order. Have you set a date?

Ernest and Helen speak simultaneously.

HELEN

Yes, of course.

ERNEST

No, not exactly.

They look at each other. A smile grows across Madeline's face like a fungus.

CUT TO:

4 INT OPERATING ROOM DAY

4

AN ENORMOUS EYE is visible through a surgeon's lighted magnifying viewer. The eye is closed, and creased on the side by crow's feet.

A scalpel moves up alongside the eye and prepares to make an incision.

ERNEST, the surgeon wielding the scalpel, is in gown and mask. He looks up as he hears a TAPPING from the door to the operating room.

MADELINE stands outside the door and waves through the glass. She looks ravishing.

CONTINUED

Ernest, surprised, grins broadly beneath the mask and waves back with one gloved, bloody hand.

CUT TO:

5 INT HELEN'S APARTMENT NIGHT

An austere place, done in pastels, dimly lit. HELEN sits on a sofa, tense, squeezing a white handkerchief tightly in one hand. ERNEST, still in his overcoat, paces in front of her.

ERNEST

For God's sake, it was dinner, a business dinner. The woman wanted my professional opinion.

HELEN

Ernest, you don't know Madeline the way I do. She wants you. She wants you because you're mine. I've lost men to her before -- she turns on the flash and glitter and they're gone. That's why I wanted you to meet her before we got married. I had to know if you could pass the Madeline Ashton test. Please, please don't fail. I couldn't take it again, I'd -- I don't know what I'd do.

ERNEST

Do you know how silly you sound?

He goes to her and takes her hand.

ERNEST (cont.)

I have absolutely no interest in Madeline Ashton.

CUT TO:

6 INT MARRIAGE HALL DAY

ERNEST stands in a dark suit, hands folded in front of him. He turns to his left, to MADELINE, who stands by his side, holding a bouquet. He kisses her and a small group of GUESTS cheer.

Ernest is about to pull out of the rather chaste wedding kiss when Madeline runs one hand into the back of his hair, grabbing a handful of it.

CONTINUED

She runs her other hand down his chest, heading south. She pulls his head forward and puts her lips to his ear.

She WHISPERS something sexy, and from the look on Ernest's face it's hot enough to light a cigarette from.

ERNEST

Oh God --

They kiss again, hard.

CUT TO:

7 EXT MARRIAGE HALL DAY

7

ERNEST and MADELINE run giddily out of the marriage hall, pile into a car, and drive off down the street. A few WEDDING GUESTS cheer and wave from the sidewalk.

Across the street, HELEN stands forlornly at the mouth of an alley. She's been watching them too, but she neither cheers nor waves. Again, her knuckles are white on the hand that squeezes a handkerchief --

-- so tight that a few drops of blood ooze out from her palm, staining the handkerchief red.

CUT TO:

8 EXT BEVERLY HILLS DAY

8

A MESSENGER on a moped PUTTS down the street in an exclusive section of Beverly Hills, clutching an envelope in his hand. He passes exquisitely manicured estates, all of them protected by heavy, wrought iron security bars that line their front yards and driveways.

He stops in front of one such estate and rings at the gate.

Another legend --

BEVERLY HILLS, 12 YEARS LATER.

CUT TO:

9 INT MANSION DAY

9

ROSE, twelve years older, carries a breakfast tray smoothly up this mansion's central staircase to the second floor. The breakfast is simple -- yogurt, an apple, some tea.

CONTINUED

The messenger's envelope is also on the tray, and now we have a chance to read the name written on the front -- "Madeline Ashton-Menville."

CUT TO:

10 INT MADELINE'S BEDROOM DAY

10

MADELINE is asleep in bed, her face tied back by triangles of plastic that prevent her facial muscles from relaxing. She's not horizontal, but almost sitting up with her head rigid, resting on a hard cushion.

By now, Madeline's pushing fifty from the wrong side, but she has kept herself in excellent condition. Her plastic surgeon was a genius.

ROSE comes silently into the room and deposits the breakfast tray next to the bed. She puts on some soft CHAMBER MUSIC.

Madeline wakes up as if on cue. She opens her eyes very wide and strokes her neck languidly with a gloved hand. Rose hands her a pair of dark glasses and goes to the drapes.

Madeline puts on the glasses.

All right.

Rose opens the drapes. The room is invaded by sunlight.

ROSE

(whispering, by rote)
Good morning, madam. You look
absolutely marvelous.

Rose goes to the door.

MADELINE

Aren't you forgetting something?

ROSE

Today is Thursday, madam. I thought
I only --

MADELINE

Never mind. I think from now on I
want you to say it every morning.

CONTINUED

ROSE

Very well.

(with feigned spontaneity)
Oh, madam! You look younger every day!

MADELINE

Thank you, Rose.

Rose goes to the door. Madeline picks up the envelope on the tray and opens it.

MADELINE (cont.)

What's this?

ROSE

Your tickets, for the dinner party tonight. They just came.

Madeline pulls out two large, ornate tickets and looks at them.

MADELINE

Table assignments. Clever little witch.

She turns and looks at the vast expanse of up-slept-in bed next to her. She looks at Rose.

MADELINE (cont.)

I find it hard to believe he got up early and made his half of the bed.

ROSE

No, madam.

MADELINE

Well? Where did he sleep?

Rose looks up and points to the ceiling.

MADELINE (cont.)

Again?

CUT TO:

The third floor of the house is a spacious loft with an enormous skylight in the middle of the cathedral ceiling. It looks like someone's sanctuary -- there's a pool table, a television, an easy chair, a wet bar, that sort of thing.

On a table next to the comfy chair, a framed picture of MADELINE and ERNEST on their wedding day fights for space with empty glasses and booze bottles.

Someone's feet are on the chair, but coming from the wrong direction. Following the body down, we see ERNEST, now fiftyish, lying on the floor where he passed out in last night's clothes.

Unlike Madeline, he looks older. He looks lined. He looks, frankly, a wreck. A beeper on his belt BEEPS steadily, but he sleeps on peacefully.

ROSE comes up the stairs. She goes to Ernest, shuts off his beeper, checks the number, and wakes him by setting a cold Bloody Mary glass on his forehead. Ernest MOANS. He opens his eyes and looks up at her.

ERNEST

Is this an angel I see before me?

ROSE

(giggles, flattered)
Dr. Menville, how sweet.

ERNEST

Not you, Toots.

He closes his hand around the drink, drags himself up into the easy chair, and takes a deep swallow. The drink has a strong, soothing effect, and his head seems to clear a little.

There are a couple scalpels on the table next to him. He picks one up and plays with it idly.

ERNEST (cont.)

Is it up yet?

ROSE

Yes sir. It's in the bath.

Ernest sighs and holds out the scalpel, sighting on a dart board on the wall about fifteen feet away. His hand is a drinker's hand, and it shakes so badly he can barely hold it straight.

CONTINUED

ZING! He tosses the scalpel. He misses wildly, THUNKING the scalpel into the wall a few feet from the board. In fact, that whole wall is peppered with holes, and the dart board itself is like new.

ROSE (cont.)
Your beeper was beeping, sir.
(whispering)
Mr. Franklin again.

Ernest sighs.

CUT TO:

12 INT MANSION FOYER DAY

12

ERNEST comes down the stairs from the third floor, wearing a wrinkled jacket and tie. He looked better when he was still asleep. He looks both ways and starts down the hall.

MADELINE comes out of her room at the same time, now fully dressed. She looks up as the two of them meet at the head of the stairs.

MADELINE
Oh. It's you.

ERNEST
Fine, thank you, darling. Like a rock.

MADELINE
Well, you're dressed. Special occasion?

ERNEST
Work.

MADELINE
(shudders)
Ghoul.

ROSE appears at the bottom of the stairs. Madeline speaks to her as she and Ernest descend.

MADELINE (cont.)
We're leaving for the dinner around eight, Rose. I'll need the masseuse and the whole team no later than four.

CONTINUED

ROSE

But madam, tonight's my night off.

MADELINE

I'm sure you'll work it out. You're a wonder.

ERNEST

Dinner? What dinner?

MADELINE

You know perfectly well.

(acid on her tongue)

Helen Sharp's book party.

A brief look of genuine happiness crosses Ernest's face, but he immediately wipes it away.

ERNEST

Oh -- do we have to?

MADELINE

She sent table assignments. You're with the VIP's, I'm with the SOB's.

ERNEST

I'm sure she didn't mean --

MADELINE

Watch your step with her, understand?
If there's one thing I won't tolerate,
it's infidelity.

CUT TO:

13 INT BEACH HOUSE DAY

13

A woman's fingernails run down a man's muscular, well-tanned back, leaving long white streaks behind.

MADELINE, supine, is making love with MARCELLO, a stud in his late twenties, in a small beach cabana. Madeline's style is theatrical, grandiose, vocal; Marcello's movements give the distinct impression he is working on a chain gang.

Madeline reaches a climax and Marcello rolls off of her.

She lies still, gasping for air, staring up at the ceiling. He goes to the window and lights a cigarette, the afternoon sun slanting across his sweaty body.

CONTINUED

MADELINE

Thank God you were here. I know we were supposed to meet tonight, but this Helen thing has me an absolute wreck.

Marcello doesn't answer, just stares out the window, bored.

MADELINE (cont.)

She probably holds a grudge. I'm sure she does. She always resented my success with the boys, ever since Radcliffe.

Marcello shrugs. Madeline goes on, running one hand lightly over her face while she looks up at the ceiling.

MADELINE (cont.)

What was I supposed to tell her? She had a figure like an ironing board, only not as sexy. I don't know what came over me with Ernest. They were made for each other, they really were.

She looks over at Marcello.

MADELINE (cont.)

(like a little girl)
Marcello -- come back.

He doesn't respond.

MADELINE (cont.)

Marcello?

He GRUNTS, but doesn't turn around. Madeline looks at his back, thinking.

MADELINE (cont.)

I was thinking we could stop by a few Porsche dealers later.

He turns and looks at her. She pats the bed next to her. He stubs out his cigarette and returns.

Madeline smiles as he gets in bed, but then furrows her brow, still staring at the ceiling, and now we see why she's been looking up. There is a giant mirror strategically placed over the bed. Madeline sits bolt upright, staring into it in horror.

CONTINUED

MADELINE (cont.)

Oh, God! Look at that! There's an obscene little line running all the way from my eyelid to my cheekbone! How many times have I told you -- NO PILLOWS!

She leaps out of bed with the sheet wrapped around her and scurries into the bathroom.

Marcello rolls his eyes.

CUT TO:

14 EXT PARKING LOT DAY

14

ERNEST parks his car in the lot in back of a distinguished white stone building. He takes a doctor's bag from the passenger seat -- and a belt from a bottle under the driver's -- and gets out.

The back door of the building is held open by MR. FRANKLIN, a nervous-looking man in a gray suit. His face brightens when he sees Ernest approaching.

MR. FRANKLIN

Dr. Menville, thank God! 64

He hustles Ernest into the building. When the door slams shut, we see a sign on it:

FOREST LAWN MORTUARY
deliveries only

CUT TO:

15 INT FOREST LAWN CORRIDOR DAY

15

ERNEST strides briskly down a corridor in the mortuary, flanked by MR. FRANKLIN and a growing retinue of ASSISTANTS. Ernest is taking gown and gloves from the Assistants as he walks, preparing for surgery.

ERNEST

Who is it? Someone?

MR. FRANKLIN

Fernando Rivas. The actor. You know, the handsome one? Our reputation's really on the line on this one.

CONTINUED

ERNEST

You know me. Stickler for detail,
obsessive to a fault.

MR. FRANKLIN

You'll have to be. His family insists
on an open casket, but --

ERNEST

It's bad?

MR. FRANKLIN

(nods)

He drowned in his jacuzzi. Very
bloated. Very swollen.

(a professional whisper)

He was making love to his new fiancée.
Eighteen years old. From Cuba. He's
got this expression of happiness on
his face that's completely inappropriate.

They've reached a set of double doors with the word
"EMBALMING" stencilled across them.

ERNEST

(sighs)

All right. We'll try to give him
a little character. A little depth.

MR. FRANKLIN

Depth? Oh no, people have to recognize
him!

They sweep through the double doors and into the embalming
room. Poor FERNANDO RIVAS is visible for a second, laid out
on a slab, grinning like an idiot.

CUT TO:

16 EXT JOURDAN'S DAY .

16

Jourdan's is a sleek, expensive salon in the middle of
downtown Beverly Hills. Its smoked glass windows make it
impossible for us to see inside.

An expensive car pulls up in front. A VALET PARKER springs
forward and pulls the driver's door open. MADELINE steps
out. The Valet whisks the car into a garage as the DOORMAN
nods discreetly to Madeline and admits her to the salon.

CONTINUED

TWO TOURISTS walking down the sidewalk try to sneak a look inside, but the Doorman closes the door quickly behind Madeline, blocking their view.

CUT TO:

17 INT JOURDAN'S DAY

17

The inside of Jourdan's is that of an upscale beauty salon. CUSTOMERS receive haircuts, facials, and the like. MADELINE comes up to the reception desk, where a SVELTE WOMAN in a trim business suit greets her.

RECEPTIONIST

Good afternoon, Miss Ashton.

MADELINE

How are you? Three o'clock, with Anna.

RECEPTIONIST

Yes, I know. You can go down.

She pushes a button below her desk and a small gate BUZZES. Madeline pushes it open and steps behind the reception desk, to a tiled mirror wall. A SECURITY GUARD pushes a button in the wall and an elevator door opens. Madeline and the Guard step inside.

CUT TO:

18 INT LOWER LEVEL DAY

18

The elevator doors open on the lower level of Jourdan's. This is an exclusive, elegant place, all black leather and white carpet. Everything is soft, soothing. Not one hair dryer screams, not one gossipy voice whines -- just here and there are the low, reassuring MURMURS of BEAUTY THERAPISTS.

The SECURITY GUARD leads MADELINE back, into the depths of the lower level. They walk down a long, twisting hallway that has private rooms off each side.

Madeline glances inside one of the rooms. A WOMAN reclines in a black leather examination chair, an IV stand on either side of her, a plastic bag hanging from each. One of the bags contains a deep red liquid, the other a thick, deep blue one.

The blue is being pumped into the Woman's left arm, the red is being drawn out of her right. We catch only a glimpse before the door is shut in our face.

CUT TO:

MADELINE is having a heated discussion with ANNA, her beauty therapist, who is in her early twenties. A video camera in one corner of the ceiling monitors their conversation.

MADELINE

Do you have any idea how much money I've spent in here over the years? A fortune, I can assure you.

ANNA

(for the third time)

I'm sorry, a plasma separation is a very traumatic process for the body. Our policy clearly prohibits more than one in a six month period.

MADELINE

So? It's been nearly that long.

ANNA

Miss Ashton, you had one ~~three~~ weeks ago. What about a nice collagen buff instead?

MADELINE

A collagen buff? You might as well tell me to wash with soap and water! Tonight is important to me!

ANNA

I could do your makeup myself if --

MADELINE

Makeup is pointless! It doesn't do anything any more. You're not listening to me! You don't even care. You sit there with your twenty-two year old skin and your tits like rocks and you laugh at me and you --

She realizes how she sounds and catches herself.

MADELINE (cont.)

(calmly)

I could pay you extra. You know what I mean. On a -- personal basis, if that's what you're looking for. Money is no object. It means nothing to me.

CONTINUED

Anna GASPS, looking over Madeline's shoulder. Madeline turns.

LOUIS JOURDAN, the ageless actor, stands in the doorway to the room. He's elegant as hell, dressed in a black silk shirt and black silk slacks.

MADELINE (cont.)
Monsieur Jourdan!

JOURDAN
Leave us alone, Anna.

The Therapist hurries out. Jourdan closes the door behind her and looks at Madeline, saying nothing for a moment.

MADELINE
I suppose I should apologize. I --

JOURDAN
(cutting her off)
I am very sensitive to your torment.

MADELINE
Excuse me?

JOURDAN
Unfortunately, we are mere mortals here. We are restricted by the laws of nature.

He looks at her, his right eye fluttering. He could be winking, or it could be a tick, but it's definitely odd.

MADELINE
(slightly disconcerted)
Well, what more could one expect?

JOURDAN
That depends. I couldn't help but overhear your joke about money being no object.

MADELINE
That wasn't a joke.

JOURDAN
I see.
(pause)
Have you heard of Lisle von Rhumans?

CONTINUED

MADELINE

No.

JOURDAN

Of course you haven't. Very few have. Only a select group. She may be able to help you.

He pulls a business card from his shirt pocket and holds it out to Madeline.

JOURDAN (cont.)

This is her address. She accepts callers day or night.

Madeline reaches out to take the card, but he pulls it back with a word of warning.

JOURDAN (cont.)

A very select group. You understand.

MADELINE

(not really)

Sure.

She takes the card. Jourdan smiles.

JOURDAN

I'm glad this happened, Miss Ashton. We'll be seeing more of you.

His eye starts that winking thing again, then he turns and leaves. Madeline shakes her head, tears the card in half, and drops it in her purse.

MADELINE

Weirdo.

CUT TO:

20 EXT STREET DAY

20

Dominick's, a friendly-looking bar, shimmers like a jewel in the middle of a block on the outskirts of Beverly Hills.

CUT TO:

21 INT DOMINICK'S DAY

21

The bar is a warm, intimate place, all polished woods and heavy brass railings.

CONTINUED

At one end of the bar itself, a DRUNK, long hair, bearded, slumps over a drink, semi-comatose. He looks like a permanent fixture.

ERNEST comes in and slides onto one of the bar stools. He runs his hands affectionately over the bartop. TONI, the bartender, a friendly, ample woman in her mid-forties, sees him.

TONI

Hey, Dr. M!

ERNEST

How are you, Toni?

TONI

Can't complain. Yourself?

ERNEST

Could. Won't.

Toni laughs genuinely. Ernest smiles for the first time today and they launch into what seems like a very familiar exchange:

TONI

What can I get you?

ERNEST

Fill a glass with scotch.

TONI

With a little ice to wake it up?

ERNEST

But not wide awake!

Toni smiles and grabs a tumbler. She scoops up two cubes with the glass in one hand and upends a scotch bottle with the other. As she works, Ernest's eyes mist over with emotion. He watches Toni's balletic movements, clearly in love with the CRACK of the scotch cap, the SWISH of the liquid, the POP of the ice.

TONI

One drowsy scotch. Some peanuts?

ERNEST

Pretzels, I think.

CONTINUED

TONI
(producing a dish)
Just opened the bag.

Ernest toasts the Drunk at the end of the bar, who doesn't respond. Ernest drinks anyway.

TONI (cont.)
So how's that wife of yours? She's
one in a million, isn't she?

ERNEST
She doesn't love me any more.

TONI
But let's face it, there's plenty
more where she came from.

ERNEST
I should leave her.

TONI
You have every right.

ERNEST
But I took a vow. "Till death do
us part." And when you sink as
low as I have, your word is all
you have left.

TONI
And I admire you for that.

Ernest looks up at her gratefully. He slides a hundred dollar bill across the bar to her. Toni slides it back to him.

TONI (cont.)
Sympathy's on the house.

Ernest smiles, then turns and looks at the Drunk.

ERNEST
You know something? I envy him.
He's really got it all. No wife,
no obligations, nobody to answer
to, no wife, no possessions.

He knocks back the rest of his drink.

CONTINUED

ERNEST (cont.)

And no wife.

(back to Toni)

Do you have any idea how awful it is to know you've committed a horrible mistake and also know there's no way you can ever correct it?

Toni just looks at him for a long moment, thinking.

TONI

Freshen that for you?

ERNEST

You read my mind.

While she gets the drink, Ernest turns and looks at the Drunk again. He shakes his head.

ERNEST (cont.)

Lucky bastard.

CUT TO:

22 INT MENVILLE MANSION NIGHT 4

22

MADELINE comes down the stairs, stunningly dressed and with an attitude. ROSE descends behind her, trying to adjust something on the back of Madeline's dress.

MADELINE

What are you doing?! Stop touching me!

ROSE

The label's showing!

MADELINE

Don't be so impertinent, Rose. You're getting too big for your apron.

Rose stops fussing with the dress.

MADELINE (cont.)

Don't just stand there, fix it!

Rose sighs and starts to fix the label again.

CONTINUED

ROSE
I would have left you years ago
if I wasn't such a masochist.

MADELINE
Yes, but you are, Rose. You are
a masochist.

She turns and looks up the stairs.

MADELINE (cont.)
Ernest!

The bedroom door opens and ERNEST comes out, looking pretty
disheveled. Madeline shakes her head as he comes down the
stairs.

MADELINE (cont.)
Once again you intend to be the life
of the party. I'm so proud.
(to Rose)
What am I supposed to do with him?
I'm at the end of my tether.
(dramatically)
I'm not going!

ERNEST
(quickly)
Okay.

MADELINE
No, you're not going.

ERNEST
Fine.

He turns and starts back up the stairs.

MADELINE
Oh no, you're coming. You're coming.
She must be desperate for celebrities
if she called us. The poor thing. I
hope she doesn't humiliate herself.
(laughs)
A beauty book by Helen Sharp. That's
like a diet book by Shelly Winters.

CUT TO:

The restaurant has been rented out for a private party and is packed with FASHIONABLE GUESTS. Copies of a hardcover beauty book called "Forever Young," by Helen Sharp, are prominently displayed here and there.

MADELINE makes a grand entrance, ERNEST in tow. She looks around in surprise as their coats are taken.

MADELINE

(to Ernest)

Jesus. What'd she do, hire extras?

There is an OLD WOMAN near the door, eighty or so. Madeline goes to her warmly.

MADELINE (cont.)

Helen, darling, how are you?!

Ernest pulls Madeline away.

ERNEST

Stop it.

MADELINE

Well? Where is she?

ACROSS THE ROOM,

a dishy STARLET turns to the man ⁶⁴next to her, JAY NORMAN, a young looking twenty-five, horn-rimmed glasses and an anonymous suit.

STARLET

Jay -- is that someone?

NORMAN

Sure, that's Madeline Ashton. She was a big star in the early sixties.

STARLET

Really? What was she in?

NORMAN

What are you, kidding? "Uptown Lover," "Sophisticated Ladies," "Nobody's Bride" --

STARLET

Oh, her? I thought she was dead. What's she done lately?

CONTINUED

NORMAN

Complain. Sue people. "Love Boat."

STARLET

Ick. Who's her agent?

NORMAN

(with a sigh)

I am.

Madeline appears from Norman's blind side, snaking one arm through his.

MADELINE

Jay, darling.

NORMAN

Madeline! I was just coming to speak to you.

MADELINE

Of course you were.

(to the Starlet)

Can I tear him away?

Not really waiting for an answer, Madeline spins Norman off to the side, behind a potted palm. She speaks quietly. Desperately.

MADELINE (cont.)

Why haven't you called me back?

NORMAN

I tried twice. Your machine wasn't on.

MADELINE

(knows he's lying)

Oh. Well, did you hear anything?

NORMAN

I wouldn't get my hopes up. What did you decide about Hollywood Squares?

MADELINE

I don't know. Can you get me center square?

CONTINUED

NORMAN

(shakes his head)

Connie Stevens has it, she's part of a package. But Charlie Weaver's old corner square is free.

MADELINE

(calculating)

Which corner?

AT THE BAR,

ERNEST leans, a scotch glass growing from his hand. He speaks to no one, and the other Guests return the favor. A WOMAN, mid-forties, steps up to the bar.

WOMAN

(to the BARTENDER)

Orange juice, please.

She turns while waiting and notices Ernest.

WOMAN (cont.)

Dr. Menville! Good to see you!

(extending her hand)

Clara Adams.

ERNEST

(shakes)

Of course, Mrs. Adams. How are you?

MRS. ADAMS

Fine, thank you. Listen, I never got a chance to tell you before, you know, what with all the preparations, but you did a really spectacular job with Aunt Esther. You're a genius.

ERNEST

Oh, uh -- thank you.

MRS. ADAMS

Her color, her tone -- you even brought out her cheekbones.

ERNEST

(embarrassed)

Well, that's my job.

CONTINUED

MRS. ADAMS

It was almost a shame to bury her.

ERNEST

That's -- sweet of you to say.

Mrs. Adams leans in closer.

MRS. ADAMS

Can I ask what your secret is?

ERNEST

(looks left and right,
then, confidentially)

Spray paint.

She looks at him strangely, as if she misunderstood. Ernest nods enthusiastically.

ERNEST (cont.)

Pallid color is almost impossible to cover with makeup, and I was in the hardware store once and noticed Krylon had an incredible variety of flesh tones, so --

He stops, as Mrs. Adams is staring at him as if he were a ghoul. Her orange juice arrives, she takes it, and walks off, aghast.

Madeline comes up as she leaves.

MADELINE

(looking around,
irritated)

What is this, a joke? She's not even here.

ERNEST

Look over there!

He points toward the front door, where someone is making a helluvan entrance. They see just the top of a head moving through the crowd, then a hand that rises up and turns one lazy circle in the air, acknowledging all with the gesture.

Their eyes follow the figure until it stops in the middle of the crowd. In a moment the crowd parts, giving them a clear view of a woman's perfect back, visible through the low cut back of a very sexy gown.

CONTINUED

MADELINE

Well, that's obviously not her.

The figure turns around. It's HELEN SHARP, and man, does she ever look sharp. She's completely changed her style in the last twelve years, abandoning "sweet" in favor of "sexy." She's taken care of herself too, and wears her revealing gown with enchanting confidence.

ERNEST

My God.

MADELINE

(turning away)

We're leaving.

ERNEST

Don't be ridiculous, Madeline,
let's talk to her.

MADELINE

Fine. I'll talk to her.

ERNEST

What about me?

MADELINE

Oh, go say something to someone.

Madeline looks into a mirror and strokes her neck quickly with one hand, smoothing out the skin under her chin. Ernest stays where he is as she goes to Helen. As she draws near, Helen turns and sees her. She breaks into a great wide grin.

HELEN

Mad!

MADELINE

Hell!

They kiss and fall into an embrace. As they do, Helen looks over Madeline's shoulder and sees Ernest standing forlornly on the other side of the room. He raises one hand in greeting, but Madeline takes Helen by the arm and spins her away.

MADELINE (cont.)

I can't get over it, Hell darling.
Twelve years. Twelve long years,
and look at you -- you have cleavage!
Why did you wait so long to tell us?

CONTINUED

HELEN

(laughs)

You haven't changed. I'm so glad you came. I didn't know if you would, but my P.R. woman said "Madeline Ashton, she goes to the opening of an envelope."

Madeline looks ill.

HELEN (cont.)

(supportively)

I fired her.

MADELINE

That was sweet of you, dear.

HELEN

How has it been, Madeline?!

MADELINE

(acting her butt off)

Heaven. Absolute heaven. Ernest is like a dream.

HELEN

I'm so happy for you too.

MADELINE

You know, there were many times I thought to myself, "I don't deserve this." I know it came at your expense, and that thought just makes me feel --
(wonderful)
-- terrible.

HELEN

Oh, please. It was so long ago. And what is he? A man. You didn't steal him, he went to you. It wasn't you, it was him.

She takes Madeline by the shoulders and speaks with utmost sincerity.

HELEN (cont.)

I want you to know that I've never blamed you. Never.

CUT TO:

ERNEST comes out of the bathroom. HELEN comes up next to him.

HELEN

There you are. I was starting to think you were avoiding me.

ERNEST

Not at all. Not at all. I -- not at all.

HELEN

Let's take a walk.

They head out two open doors to the garden beyond.

FROM ACROSS THE ROOM,

MADELINE sees them. She drifts across the room, following them from a discreet distance, keeping an eye on them.

CUT TO:

ERNEST and HELEN walk in the garden area behind the restaurant. They can see the party, still in progress, through huge glass windows. 64

HELEN

So after the second book sold a few copies I figured it was safe to give up teaching. Well, not give it up entirely, but at least enough to devote myself fully to my writing.

Ernest nods, but he hasn't really been listening, just looking at her with something close to adoration.

ERNEST

Wonderful.

(coming around)

I mean -- that's wonderful.

Helen notices his admiring gaze and tastefully adjusts her revealing gown.

CONTINUED

HELEN
(changing the subject)
What about you? I hear the Menville
Clinic's doing very well.

ERNEST
Oh, sure. Plastic surgery's a way
of life here. I'm semi-retired,
though. I'm fully committed to the
good life.

HELEN
I'm sorry to hear that.

ERNEST
Why? What did I say? All I meant
was life has turned out to be a
great party.

HELEN
You used to hate parties.

ERNEST
(false cheer) 64
Oh, that's when I was old. Now --
well, you should see me now.

He raises his glass in toast.

HELEN
I don't know what to say. I
didn't know you were so unhappy.

He looks at her. He hasn't had a slap of honesty like this
in a while and it melts him.

ERNEST
Never could fool you, could I?
God, looking at you is like looking
at a picture of myself from a long
time ago. Makes me realize how awful
I let things get.

HELEN
Ernest.

ERNEST
Semi-retired, hell. I think I'd sell
my soul to operate again.

CONTINUED

HELEN
Why don't you?

He holds his hands out in front of him. They're a drinker's hands; they shake.

ERNEST
I don't trust myself. So you know what I do, just to keep my hand in? I work on corpses.

HELEN
(nods, embarrassed)
I'd heard, Ernest.

ERNEST
The messy ones. I'm the wizard of Forest Lawn. I'm old, Helen, before my time. I've wasted myself.

HELEN
No, Ernest. She's wasted you. She married a brilliant surgeon and turned him into an undertaker.

She puts her hands on his shoulders.

HELEN (cont.)
I never blamed you for leaving me, I always knew it was her. She's a woman. A woman, Ernest. And I'll never forgive her for what she's done to you. Never.

He looks at her, overcome. In the distance, MADELINE is visible through the glass doors to the party.

Watching them.

CUT TO:

26 INT ERNEST'S BEDROOM NIGHT

26

CLOSE ON a photo of Ernest and Helen, taken at least fifteen years ago. They're standing on a pier somewhere on the shore. It's fall, they're dressed with scarves and sweaters, and the wind has blown color into their cheeks. They look happy. They look young.

ERNEST sits at his dressing table, at home, staring at the photo as he unbuttons his tuxedo shirt.

CONTINUED

He smiles faintly at the photo, then looks up at the mirror in front of him. He sees the ravages of the last twelve years and his smile disappears.

Off screen, he hears the faint sound of a bedroom door SLAMMING.

He gets up and leaves the room, still holding the photo.

CUT TO:

27 INT MANSION HALLWAY NIGHT

27

ERNEST hurries to the top of the stairs in time to see MADELINE hurrying out the front door of the house, carrying an overnight bag, making no pretense.

As she SLAMS the front door behind her, Ernest looks back down at the photo in his hand.

CUT TO:

28 EXT BEACH CABANA NIGHT

28

MADELINE parks her car in front of a small cabana at the beach. She hurries down the sidewalk and rings at the door.

MARCELLO opens the door, shirtless. Madeline doesn't say a word, just slips into his arms and kisses him passionately.

He kisses back, but there is reservation in it.

Madeline senses it and pulls back.

MADELINE

What is it?

MARCELLO

(low voice)

Nothing. I didn't know you were coming over.

MADELINE

Darling, we spoke.

MARCELLO

Yeah, but you came this afternoon and I thought -- I mean, I didn't -- just give me a second, will you?

CONTINUED

MADELINE

Oh God, you're not alone.

MARCELLO

What are you talking about? Of course I am. I'm completely alone.

A YOUNG WOMAN'S VOICE comes from offscreen, behind him.

VOICE

Marcello?

MARCELLO

(not missing a beat)
Actually, "completely" isn't quite what I meant --

Madeline turns and walks away quickly.

MARCELLO (cont.)

Madeline! Hey!

He follows her, grabs her by the arm, and turns her around.

MADELINE

(livid)
Who pays the rent, God damn it?!

MARCELLO

Madeline, I forgot, she's here to fix the -- the --

MADELINE

Who is she? Who is the lump of meat?

MARCELLO

That's what I'm trying to tell you. She's a friend of the -- uh, the --

MADELINE

Oh Christ, at least lie quickly.

MARCELLO

I'm trying to! You gotta believe me, this is perfectly innocent!

Madeline looks over his shoulder. Far in the background, she catches a good glimpse of a NAKED WOMAN walking across the room. Young. Beautiful.

CONTINUED

Madeline looks back at Marcello, ready to explode. THUNDER rumbles overhead; a storm is imminent.

MARCELLO (cont.)

(a preemptive strike)

Hey, I'm sick of this shit, you know that? I've been doin' you a favor here.

MADELINE

A favor? After everything I gave you?!

MARCELLO

Yeah, you gave, I gave, big deal. You know, the other day somebody told me we look ridiculous together. How do you think that makes me feel? See, you never think of my feelings. Why don't you go find someone your own age, Madeline?

These words are to Madeline as bullets shot from a gun. She stares at him as the THUNDER crashes, right on top of them now, and the rain starts to pour down, soaking her.

CUT TO:

29 EXT STREET NIGHT

29

MADELINE is in her car, driving too fast, sobbing. The storm is really raging as she tools down Sunset Boulevard, barely making the curves. She looks up and catches sight of her mascara and tear-streaked face in the rear view mirror.

Horrificed, she slams on the brakes. The car SQUEALS to a stop in the middle of the road. Other cars HONK and swerve past her as she dumps her purse, searching for a kleenex to repair the damage.

She finds a kleenex. But she also finds the two torn halves of the business card Louis Jourdan gave her.

Fascinated, she pieces them back together.

CUT TO:

30 INT HELEN'S HOTEL ROOM NIGHT

30

HELEN is in front of the mirror in her hotel room. Rather than making herself up, she seems to be unmaking herself.

CONTINUED

She smears her lipstick, rumples her hair, puts some drops in her eyes that make tears run down her cheeks.

HELEN

(singing softly)

"Kiss me once and kiss me twice
and kiss me once again -- "

She looks into the mirror and affects a countenance of great distress, as one who's been crying for hours. Satisfied, she drops that face and smiles.

HELEN (cont.)

" -- it's been a long, long time."

CUT TO:

31 EXT VON RHUMANS MANSION NIGHT RAIN 31

MADELINE drives up to the base of a long, winding driveway up in the Hollywood hills. She stops at a gate, where two SECURITY GUARDS in blue suits stand, radios in their ears, sunglasses at night, seemingly impervious to the rain.

One of them steps up to her car window. She rolls it down.

MADELINE

I'm here to see Miss von Rhumans.

The Guard says nothing, just stares at her through his sunglasses. He turns his head, checking out the inside of her car, but giving no indication he intends to let her pass.

MADELINE (cont.)

I was, uh, given her card by --

She holds up the two pieces of the torn business card. The Guard, recognizing the card, immediately steps back and waves to the other, who presses a button and opens the gate.

Madeline drives through. As she starts to climb the driveway, she leans forward and squints through the windshield. A bolt of lightning flashes, illuminating the house at the top of the hill.

Make that "castle" at the top of the hill. Lisle von Rhumans' mansion is an enormous medieval thing, complete with turrets.

MADELINE (cont.)

Jesus.

CUT TO:

The impressive front door of the house is opened by an ATHLETIC GUY in his twenties. MADELINE stands on the step, wearing sunglasses and a silk scarf that half hides her face, which has been washed clean of makeup by the rain.

MADELINE

Good evening. I hope it's not --

GUY

Not at all, Miss Ashton. Lisle's expecting you.

MADELINE

She is?

Madeline looks at him, confused, but he smiles kindly enough and she enters.

CUT TO:

The ATHLETIC GUY leads MADELINE across the floor of an enormous, gothic ballroom with an incredible view of most of Southern California. Every inch of the walls is covered with portraits -- some photos, some paintings, some Andy Warhol interpretations -- but all are faces, beautiful, young, vaguely recognizeable.

On the other side of the room, another YOUNG MAN MURMURS softly, leaning forward toward a woman seated on a sofa in a dark part of the room, her back to us. There are three or four of these Beefy Guys throughout the house -- it's hard to be precise; they all look alike.

The Athletic Guy leads Madeline over. As they approach, the woman turns around. LISLE VON RHUMANS is an attractive woman, ageless, firm body, beautiful, clear, tight skin. She is baroquely dressed, with huge chunks of jewelry, and speaks with an unplaceable European accent. She smiles.

LISLE

I hoped you'd come. Sit down.

She pats the sofa next to her and sends a fiery look to the Young Man sitting by her.

LISLE (cont.)

Make room for my friend, for Chrissakes.

CONTINUED

He and the Athletic Guy leave the room.

LISLE (cont.)

But keep your ass handy!

She winks at Madeline. Madeline moves a bit trepidatiously and sits next to her.

Lisle observes her very closely. Madeline is uncomfortable.

MADELINE

Monsieur Jordan said --

LISLE

May I say I've always thought yours to be one of the most beautiful faces ever to grace the silver screen.

MADELINE

(delighted)

Oh?

LISLE

(with particular reverence)

And your husband -- I can only say his reputation is unsurpassed.

MADELINE

(bored)

Oh.

LISLE

I just arrived in town. I follow the spring. I haven't seen a summer or autumn or winter in years. They aren't for us, the other seasons. We're people of the spring, you and I. Aren't we?

MADELINE

Listen, I'm not -- really sure why I'm here.

LISLE

You're scared as hell. Of yourself. Of the body you thought you knew.

MADELINE

I beg your pardon?

Lisle reaches out and takes off Madeline's sunglasses.

CONTINUED

LISLE

I'm the one who understands. I'm
the one who knows your secret.

Madeline looks at her, surprised and intrigued.

MADELINE

Who are you?

LISLE

(smiles)

Something of an expert.

She runs her finger over the skin of Madeline's face.

LISLE (cont.)

You had a young man. Worthless and
empty, but he fucks well and makes
you feel in your prime; more alive
than the day before. You need him
as one needs a gadget to measure
blood pressure or heartbeats. To
tell you you're alive.

MADELINE

To tell me I'm alive?

LISLE

Now he goes. He leaves you. You
can't feel your pulse, you see rings
around your eyes. He's a symptom,
dear. But he's not the problem.

Madeline, who was transfixed, seems to snap out of it.

MADELINE

I'm being silly. I don't know what
you could possibly do to --

LISLE

(taking Madeline's hand)

You'd be surprised.

CUT TO:

34 INT MENVILLE MANSION NIGHT

34

ERNEST hurries down the stairs of the Menville mansion, drink
in hand. Someone's KNOCKING frantically at the front door.

He opens it.

CONTINUED

It's HELEN, terribly distraught, wearing the teary face she showed herself in the mirror.

ERNEST

Helen!

HELEN

Madeline! I need to speak to Madeline at once!

ERNEST

She's not here.

HELEN

Thank God!

She throws her arms around Ernest in a tight embrace. He's a little taken aback, but doesn't fight it.

HELEN (cont.)

Ernest, ask me to go. Ask me to leave this house immediately.

ERNEST

You just got here.

HELEN

I know. It's crazy. It took me a minute, a glimpse, and I was right back where I started.

Ernest looks truly confused.

HELEN (cont.)

Don't pretend you're not aware of it. You're a powerful sexual being, Ernest.

ERNEST

I am?

HELEN

You are.

ERNEST

(adjusting to the idea)

I am.

CONTINUED

HELEN

You've always been. If I never told you before, it was because I was the sort of girl who couldn't say "sexual" without blushing. Well, I can now.

Helen pulls back far enough to look into his eyes.

HELEN (cont.)

Sexual, sensual, sexy, sex, sex, sex.

Ernest's drink slips from his hand and hits the floor with a THUD.

CUT TO:

35 INT VON RHUMANS MANSION NIGHT

35

LISLE CREAKS open an ornate wooden case that sits on the table between her and MADELINE. An old, hand-tooled dagger and a bevelled glass vial are sheathed inside.

She takes Madeline's hand.

LISLE

So warm -- so full of life -- and already ~~it~~ ebbs away from you. This is life's ultimate cruelty. It offers us a taste of youth and vitality and then makes us witnesses of our own decay.

MADELINE

Well, it is the natural law.

Lisle reaches into the wooden case and pulls out the vial. She sets it on the table between them.

LISLE

Screw the natural law.

Madeline looks at the vial, which shimmers a little in the light.

MADELINE

What's that?

LISLE

What you came for.

CONTINUED

Madeline picks up the vial and looks at it. There's a silvery liquid inside, thick, strange, like mercury.

LISLE (cont.)

A touch of magic in a world
obsessed by science. A tonic.
A potion.

MADELINE

What does it do?

LISLE

How old would you guess I am?

MADELINE

Oh, I don't --

LISLE

Go on. And don't try to flatter
me.

MADELINE

Thirty-eight? Thirty-seven?

LISLE

I'm seventy-one years old.

She smiles and sits back proudly.

LISLE (cont.)

That's what it does. Stops
the aging process dead in its
tracks and forces it into retreat.
Drink that potion, and you will
never grow even one day older
again. Don't drink it -- and
continue to watch yourself rot.

CUT TO:

36 INT MENVILLE MANSION NIGHT

36

ERNEST and HELEN are on the sofa, necking passionately.

HELEN

We have to stop.

ERNEST

Yes, we do.

But they still kiss.

CONTINUED

HELEN

Really, Ernest.

But they still kiss. When things start to get really heated, Helen pulls away and stands up, smoothing her hair, trying to regain her composure.

HELEN (cont.)

Please don't be angry with me, Ernest. I'm fighting it as hard as I can. But just look at you.

The position Ernest is sitting in makes his stomach rather pronounced. He sucks it in.

HELEN (cont.)

She's already destroyed your career, now she's breaking your heart, stealing your pride, flaunting her lovers all over town.

ERNEST

(shocked)

You know about that?

HELEN

Everyone does, Ernest. At the party people spoke of nothing else.

ERNEST

Oh, God. Oh, Helen, I'm so ashamed. How can you love me? I've been so weak. I should have divorced her years ago.

He stands and points a shaky finger at her.

ERNEST (cont.)

(with unaccustomed strength)

I'll tell you what I'm going to do. I'm going to go down to the courthouse tomorrow and file for divorce!

(pause)

No -- Thursday. I'll do it Thursday.

HELEN

Ernest --

ERNEST

Friday at the latest.

CONTINUED

HELEN

Divorce, Ernest? In California?
That's exactly what she wants you
to do. You have no talent for
poverty. You can't let her get
away with that.

Ernest sits, deflated, his plan snatched away from him.

ERNEST

Then there's nothing I can do.

Helen comes back to him. She sits close, kissing him between
her words.

HELEN

Yes there is. Ernest, we have not
only the right, but the duty to
regain what is ours. And we will,
even if it means breaking every rule,
every commandment.

ERNEST

Yes.

She strokes his leg, kisses his ear, whispers into it.

HELEN

She has to go, Ernest. She has
to disappear. My therapist showed
me once and for all that for us to
have a life she has to --

ERNEST

(standing abruptly)
Die?! Did he say die?!

HELEN

Not exactly, but I could read
between the lines.

He sits again, both relieved and disappointed.

ERNEST

So he didn't say it.

Helen takes his face in her hands again.

HELEN

(softly)
You said it, darling.

CUT TO:

MADELINE is studying the potion, holding it up to the light, its refracted beams playing across her face.

LISLE hovers over her shoulder.

MADELINE

How much is it?

LISLE

Ah, the sordid topic of coin.

(pause)

One million dollars. Cash money.

Madeline looks at Lisle, her face clearing as one who has just realized they're being conned.

MADELINE

Well, thank you so much, I really should be going.

LISLE

(strong)

Sit down.

Madeline, surprised, sits. Lisle takes the potion and uncorks it.

LISLE (cont.)

Hold out your hand.

Madeline looks at Lisle for a second, decides "what the hell," and holds out her hand. Moving like lightning, Lisle grabs her hand with one hand and reaches into the wooden case with the other, whipping out the dagger. She slits a tiny opening in the pad of Madeline's index finger.

MADELINE

Ouch!

She tries to pull her hand away, but Lisle holds tight. She dips the dagger into the potion, picking up just a drop, and lets it fall into Madeline's cut. She loosens her hold and Madeline snatches her hand away.

MADELINE (cont.)

What are you, crazy?! You --

She stops in the middle of her sentence, letting out an involuntary GASP. Before her very eyes, her hand begins to change, to smooth out. Networks of lines disappear, the skin seems to replenish itself. In a few seconds, it's the hand of a much younger woman.

She holds it up next to her other, unchanged hand. The difference is incredible.

MADELINE (cont.)
Check okay?

LISLE
Fine.

Madeline dives into her purse and comes up with her checkbook. She can't move fast enough as she fumbles with the pen, never wanting to take her eyes off her new hand.

LISLE (cont.)
But you must make me a promise.
The secret we share must never
become public. You may continue
your career for ten years -- ten
years of perfect, unchanged beauty
-- but at the end of that time,
before people become suspicious,
you must disappear from public view
forever. You can retire, you can
stage your own phony death, or you
can, as one of ~~my~~ clients said,
simply --
(a Swedish accent)
-- "vant to be alone."

Madeline looks at her, astonished, as she figures out the reference.

MADELINE
You mean she's -- !

Lisle raises a hand, silencing her. Madeline is wide-eyed.

MADELINE (cont.)
Wow! Okay, no problem, I agree,
whatever.

She writes out her check, frantically, and TEARS it from her book, shoving it across the table to Lisle. Lisle smiles and solemnly slides the vial with the potion in it across the table to Madeline.

Madeline takes it. She gives it a little sniff. She holds it up reverently, raising it in toast.

MADELINE (cont.)
Well -- bottoms up.

CONTINUED

She upends it and swallows it in one gulp.

LISLE

Now, a warning.

MADELINE

Now a warning?!

LISLE

Take care of yourself. You and your body are going to be together a long time. Be good to it.

She reaches out and pins something onto Madeline's lapel. It's a tiny flower pin, made of gold, with little bursts of colored petals.

LISLE (cont.)

Siempre viva!

CUT TO:

38 INT MANSION HALLWAY NIGHT

38

MADELINE is led out of the mansion by the same ATHLETIC GUY who admitted her. She follows behind him, headed for the door. Halfway there, she stops, feeling strange. She turns to a mirror on the wall next to her.

As she watches, she undergoes an amazing transformation. The crow's feet at the corners of her eyes smooth out with a little HISSING sound. Smile lines at the sides of her mouth disappear with a POP. Her skin smoothes, tightens, she takes off fifteen years just as we look at her.

And that's not all. Her butt seems to lift and define itself; her breasts do the same, regaining old form and tone. An enormous grin spreads across her face and she flushes with color. She turns to the Athletic Guy, the only one around, with a look of absolute incredulity on her face.

MADELINE

I just -- did you -- I'm a girl!

The Athletic Guy raises a finger to his lips, smiling knowingly, devilishly.

ATHLETIC GUY

Shhhhh.

CUT TO:

ERNEST is pacing in front of HELEN, who sits on the couch. He has a note pad in one hand, a scotch glass that he continually refills in the other.

HELEN

Let's go over the plan one more time.

ERNEST

Okay.

As they talk, we see flashes of their plan in action, but we see it as Ernest sees it -- perfect, smooth, and elegant, every step flowing perfectly.

HELEN

Tomorrow morning, before she gets up, you take one of each kind of glass -- highball, wine, and water -- from the dining room cabinet --

CUT TO:

40 INT DINING ROOM DAY

40

ERNEST, wearing gloves and looking uncommonly suave, carefully takes three crystal glasses from the dining room china cabinet.

HELEN (v.o.)

-- and dust them lightly with Narconol --

CUT TO:

41 INT KITCHEN DAY

41

ERNEST, in a white lab coat, blows into one of the glasses, kicking up a small cloud of a clear white powder.

HELEN (v.o.)

Then I call Madeline in the afternoon, say I want to come say goodbye, that I have a present for her --

CUT TO:

42 INT LIVING ROOM DAY

42

MADELINE is on the phone.

CONTINUED

MADELINE

Fine, why not come for dinner tonight?

HELEN (v.o.)

-- and at dinner, no matter what she has to drink, the Narconol will be in the glass --

CUT TO:

43 INT DINING ROOM NIGHT

43

MADELINE, a glass of water in hand, slumps over the dining room table, her head hitting it with a CLUNK. ERNEST and HELEN, at the table with her, nod silently to one another.

HELEN (v.o.)

You call the police from your car phone --

CUT TO:

44 INT ERNEST'S CAR NIGHT

44

ERNEST, the picture of Civic Responsibility, is on the phone in his car.

ERNEST

There's some drunk woman up here on Mulholland, swerving dangerously close to the edge!

CUT TO:

45 INT POLICE DISPATCH NIGHT

45

A SUPERVISOR leans over the POLICE OFFICER answering Ernest's call.

SUPERVISOR

Quick! Dispatch a unit before she kills herself!

HELEN (v.o.)

I meet you up there with Madeline, who is still asleep --

CUT TO:

46 INT MADELINE'S CAR NIGHT

46

ERNEST and HELEN work quickly, dumping alcohol all over Madeline's car and chucking the empty bottles in the back seat.

HELEN (v.o.)
We put her behind the wheel and --

CUT TO:

47 EXT MULHOLLAND DRIVE NIGHT

47

Madeline's car tumbles over the embankment on a remote part of Mulholland Drive. It crashes and bursts into flame.

HELEN (v.o.)
By the time they perform the autopsy, the Narconol is completely dissolved, leaving only traces of alcohol. She's classified a drunk driver.

CUT TO:

48 INT MORGUE DAY

48

SURGEONS lean over a corpse, blood on their aprons.

SURGEON 1
Point four-oh. And I hear they found bottles in the car.

SURGEON 2
(shaking his head)
She had it coming.

HELEN (v.o.)
They think nothing more of it --

A rubber stamp pounds "Case Closed" onto a death certificate.

CUT TO:

49 INT MENVILLE LIVING ROOM NIGHT

49

ERNEST and HELEN are standing in the middle of the living room, their arms around each other.

HELEN
-- and we're free.

Ernest tears away from her and goes to the fireplace.

CONTINUED

ERNEST
What are we saying? We can't go
through with it.

HELEN
She's killing you, Ernest. It's
self-defense.

Ernest looks to his right, where several ornate shotguns are
kept in a glass case. They gleam a little in the light.

ERNEST
(convincing himself)
Self-defense.

HELEN
Tomorrow, then?

ERNEST
Tomorrow.

And he rushes back into her arms.

CUT TO:

50 EXT MENVILLE MANSION NIGHT

50

MADELINE pulls up in front of the Menville place. Were
she not obsessed with looking at her own image in the car's
rear view mirror, she would be able to see HELEN as she gets
into her car and drives away from the house.

CUT TO:

51 INT MENVILLE MANSION NIGHT

51

MADELINE enters the mansion and throws her keys and bag on
the front table. She pauses to admire herself in the foyer
mirror, then heads upstairs, sweeping past an open door to
Ernest's study.

ERNEST is visible inside, pacing, a legal pad in one hand and
a drink in the other. As Madeline passes, he dashes the
legal pad behind his back, but she barely notices his
existence.

She hurries upstairs.

He comes out of the room and sees her disappear into her
room. He shoves the pad under a phone book on the telephone
table and follows her upstairs.

CUT TO:

MADELINE comes into her room and goes straight to the telephone. She dials, brimming with newfound confidence. She is brazen.

MADELINE

Marcello? It's me. Don't hang up. What? Well, yes, I should hope you would want to apologize. Did you get rid of her? I'm hanging up this phone right now unless you tell me she's gone. Oh. Good. No, actually, nothing surprises me tonight.

She looks into the mirror over the bureau and admires herself, turning her face this way and that.

MADELINE (cont.)

What? The Porsche? I'd call you shameless if I thought you knew what it meant.

(dirty)

Well, aren't you presumptuous? I haven't even said I'd forgive you yet. What? Say that again. You'd do what?

(a pornographic chuckle)

Yes, I think I do like that. I think I'd like that a lot. Mmmm. I can almost taste you.

She hears a sound and turns. ERNEST is standing at the door to the room, staring at her, livid, the glass of scotch spilling from one hand. He's heard every word.

ERNEST

Unspeakable.

Madeline casually slams the door in his face.

MADELINE

(into phone)

I'll be there in twenty minutes.

Don't be boring, don't be dressed.

She hangs up the phone, takes one last look at herself in the mirror, and opens the door to the room.

ERNEST is still standing in the hallway, hate in his eyes.

ERNEST

Unspeakable.

CONTINUED

MADELINE
(walking past him)
Yes, Ernest. Unspeakable. Have
another drink and go to bed.

She breezes past him and into the hall.

CUT TO:

53 INT HALLWAY NIGHT

53

ERNEST turns and hurries in front of MADELINE, cutting her
off at the top of the stairs.

ERNEST
You'd like that, wouldn't you?
For me to drink myself to an early
grave. Well, it's not going to
happen. It's my money, and I'm
going to keep it.

MADELINE
What are you talking about?

ERNEST
You haven't worked in years -- not a
real job. Anything you had left you
owed me long ago. Your face owed me.

He squints at her face, studying her, and for a moment, his
rage vanishes.

ERNEST (cont.)
By the way, did you change your
hair?

MADELINE
(ignoring that)
Who do you think you're talking
to? Who do you think you are?
Who cares about your money? You
know less about providing for a woman
than you do about copulating.

ERNEST
Watch what you say, Madeline. I
don't have to take it any more.

CONTINUED

MADELINE

You'll take whatever I give, you always have. You are pathetic. You're not even a man any more, you're a mortician. You're dead, Ernest, you're as dead as your "clients" are. You're a tragic, boozy clown who doesn't even have the backbone to admit to himself that he should've taken up young boys years ago.

Ernest is fuming, his face gone completely red. He turns away from her and grips the railing, his fingers turning white with tension.

Madeline follows, closing in for the kill.

MADELINE (cont.)

That's what you'd like, Ernest, isn't it? A child. Someone with nothing to compare you to. Well, not for me. I need a real man, I need --

Ernest turns and grabs Madeline around the throat, pressing his thumbs against her windpipe. His face is grim, set, his body rigid.

He is a killer.

Madeline chokes, gasps, flails with her arms.

ERNEST

Cruel...vicious...loathsome... bitch.

They stagger about. Her arms knock over a vase, her fingers gouge his cheek. Still his hold on her neck remains tight.

He backs her over to the top of the stairs.

She speaks, a death gasp.

MADELINE

Ernest -- please --

Ernest's eyes soften. His face washes over with awareness and reprehension at what he is doing. He releases his hold on Madeline and backs away, staring at his hands and at her in horror.

CONTINUED

ERNEST

Oh God -- oh Madeline, darling,
I'm so sorry!

She teeters on her feet, precariously balanced at the top of the stairs, her arms flailing but finding nothing to hold on to.

MADELINE

Help me!

Ernest's eyes widen as he studies her delicate position. He looks behind her, down the steep winding staircase. He looks down at her feet, barely balanced on her high heels.

MADELINE (cont.)

Help me, you miserable son of a --

Ernest cuts her off, reaching out just ever so slightly and JABBING his finger into the middle of her chest.

The tiny impact is enough to tip her over, backwards, over the top of the staircase. For one brief moment, she is suspended there, like Wile E. Coyote.

MADELINE (cont.)

Oh.

And then she's gone. She tumbles down the stairs, a long, hard, painful fall in which ~~she~~ doesn't miss a single step. There are unmistakeable CRUNCHING sounds and finally she lands in a grotesquely tangled heap of arms and legs at the bottom of the stairs.

Ernest stands at the top, hands clutched at his mouth like a mischievous child.

For a few seconds, nobody moves.

Finally, Ernest summons his courage and starts down the stairs. Timidly. One at a time. Trying not to look at Madeline's still form.

He reaches the bottom. Madeline's face looks up at him. Unfortunately, her body is lying face down. Her head is turned almost completely around, her neck certainly broken.

ERNEST

Oh my.

CONTINUED

He bends down closer to her and moves his fingers along her neck near her jugular. He holds them there for a moment, searching for a pulse.

He finds none.

ERNEST (cont.)

Oh my.

He stands and backs a few unshaky steps away from her. He finds himself next to the liquor cart and hurriedly pours a glass of scotch.

An entire, eight ounce glass of scotch.

He drinks from it greedily.

Bolstered by the liquor, he turns and walks back over to Madeline again. He checks her pulse a second time, then jerks his hand away and wipes it on his pants.

She's plenty dead.

He turns and walks across the room, trying to compose himself. Struck by an idea, he runs to the telephone table. He pulls a scrap of paper from his pocket, checks the number, and dials frantically.

While he's waiting for someone to answer, he looks apprehensively across the room toward Madeline's corpse. It's not going anywhere. He turns around, not able to look at it.

ERNEST

(into phone)

Suite 1110, please.

(pause, then breathless)

Helen! It's me, Ernest Menville!
I did it! I didn't think I'd be
able to but I pushed her down the
stairs and she's absolutely stone
cold and she was saying the most
monstrous things and she's dead
and I did it and I didn't think
I could but there was just this
feeling inside me and I couldn't
contain it and we're free but I'm
afraid I'm going to burn in hell
and her neck is broken and there's
no pulse and I pushed her down the
stairs and she's dead!!

CUT TO:

54 INT HELEN'S HOTEL ROOM NIGHT

54

HELEN stands in the middle of her hotel room, holding the phone to her ear. For a moment, she says nothing. Finally:

HELEN
Which part of the plan were you unclear on?

CUT TO:

55 INT MENVILLE LIVING ROOM NIGHT

55

ERNEST is still on the phone.

ERNEST
No, Helen --

HELEN (o.s.)
Because we went over it three times.

ERNEST
No, you don't understand. This is better! It was an accident! At least it'll look like one!

HELEN (o.s.)
Have you called the police?

ERNEST
No! I called you first thing.

CUT TO:

56 INT HELEN'S HOTEL ROOM NIGHT

56

HELEN is still on the phone, trying to be patient.

HELEN
(hard)
Ernest, you --
(regaining)
-- poor, sweet thing. If the police check the phone records, don't you think it'll look unusual that you called me before you called them?

CUT TO:

57 INT MENVILLE LIVING ROOM NIGHT

57

ERNEST is still on the phone.

CONTINUED

ERNEST
Oh God, you're right!

HELEN (o.s.)
Of course I'm right.

ERNEST
I'd better call them right now.

HELEN (o.s.)
NO! We have to decide what you're
going to say first.

ERNEST
Well?

HELEN (o.s.)
I'm thinking.

Ernest drums his fingers on the desk nervously, waiting for Helen to come up with something. He's sitting with his back to Madeline's corpse, but it is visible behind him. As he waits, something funny happens with Madeline's body.

It moves.

Just a twitch, really, it might not even have happened.

HELEN (cont.)
Okay, I've got it. Where's her
body?

Ernest turns around and looks at Madeline, who is still again.

ERNEST
At the foot of the stairs.

He turns back. Madeline twitches again.

HELEN (o.s.)
Foot of the stairs, good. Don't
move her.

Behind Ernest, Madeline sits up.

HELEN (cont.)
As soon as we hang up, you'll call
the police.

CONTINUED

ERNEST

Okay.

While Helen and Ernest talk, Madeline, behind him, begins to disentangle herself from her own wreckage. She pulls a twisted leg over her head and brings it back down into place. She pries a limp wrist off the floor and lets it fall at her side.

HELEN (o.s.)

You'll tell them you were on the phone with me when you heard a terrible scream. You turned around and saw Madeline fall down the stairs.

ERNEST

Right! Perfect!

Behind him, Madeline stands up, disoriented. She turns around, so she is facing Ernest.

Or so her face is facing Ernest, anyway. Her head is still twisted completely around, so while she's looking at Ernest, her body is headed in the other direction. She blinks, not really seeming to get it.

HELEN (o.s.)

Stick to that story! If they ever check the phone records, it'll just confirm what you told them.

ERNEST

Got it!

Madeline, facing Ernest, backs across the room toward him. He doesn't hear her.

HELEN (o.s.)

One thing, though -- what about the time of death? Do you think they could ever use it to prove the phone call came after?

Madeline comes all the way up behind Ernest and stands there, staring down at him.

ERNEST

(into phone)

No, no, time of death can only be determined within a few hours. It's not an exact --

CONTINUED

MADELINE

Ernest.

He waves her off, not looking up.

ERNEST

(into phone)

-- not an exact --

MADELINE

Ernest!

He waves her off again.

ERNEST

-- not --

He stops, realizing the implication of Madeline's voice. He turns around. His face goes completely pale.

MADELINE

You pushed me down the stairs.

ERNEST

HOLY JESUS CHRIST!

HELEN (o.s.)

What?

ERNEST

You can't -- you can't -- !

HELEN (o.s.)

What's going on? Ernest, I'm coming over!

ERNEST

(to Helen)

NO! DON'T! NO MATTER WHAT!

He SLAPS the phone back into its cradle and leaps out of his chair, scrambling away from Madeline. She follows him, backing after him quickly, looking very creepy.

MADELINE

You pushed me down the stairs!

Ernest keeps moving away from her, sort of circling her, knocking lamps and picture frames over in an attempt to keep her at a distance.

CONTINUED

ERNEST

Stay away from me!

MADELINE

You bet I will. Animal! Psycho!

ERNEST

Don't come near me!

MADELINE

Wife-pusher!

ERNEST

Don't come near me! Don't come near me or follow me! Don't come near me or follow me or talk to me!

MADELINE

I don't need to, I don't want to, I don't intend to! I just need to make a telephone call. You're in the shithouse now, pal. 9-1-1, right?

She goes to the phone and reaches for it, but her arm goes the other way.

ERNEST

Madeline, look at yourself!

She looks down, confused, and finds herself looking at her own backside.

MADELINE

Ernest! My ass! I can see my ass!

ERNEST

There's -- there's something wrong with your neck!

MADELINE

Yes! I would say so! I would fucking well say so!

She wanders around the room, backwards, in a daze.

MADELINE (cont.)

Ernest, what's wrong with me?!

CONTINUED

The phone starts to RING. They ignore it.

ERNEST
(trying to compose)
It's a -- a dislocated neck,
that's what it is! It could
happen! I never heard of it
happening, but it could happen!

Madeline walks up to a chair. She turns around, as one ordinarily would to sit, but now the front of her body is facing the chair.

She tries to sit, but her knees don't want to bend that way. She turns around, so her face is facing the back of the chair along with the backside of her body.

Now, she sits, her face looking at the back of the chair.

MADELINE
WHAT THE HELL IS GOING ON?!

ERNEST
Dislocated neck! You have a
dislocated neck!

MADELINE
Fix it!

ERNEST
How?

MADELINE
Just do it!

Ernest swallows. He takes a deep breath, goes to her, and gingerly lays one hand on either side of her head. He pulls them away and backs off.

ERNEST
I can't, I -- can't!

MADELINE
Oh, for Christ's sake.

She grabs hold of her own head, and with one powerful twist of her hands and a disgusting CRUNCH, cranks it back around to the front. She blinks.

MADELINE (cont.)
I think I need a doctor.

CUT TO:

58 EXT UCLA HOSPITAL NIGHT

58

Ernest's car SQUEALS to a halt outside the UCLA emergency room.

CUT TO:

59 INT EXAMINATION ROOM NIGHT

59

MADELINE sits on the table in a small examination room. ERNEST paces in front of her, frantic, taking an occasional shot from a flask he carries.

Madeline is completely pale, shivering under a blanket, and pissed off.

ERNEST

Damn it, Madeline, let me examine you!

MADELINE

You're not touching me! You've done enough damage already.

DR. SELWYN HARRIS, sixtyish, tired, sweeps through the doors. Harris has been in the emergency room for twenty years and seen every conceivable human ailment, none of which shocks him any more.

ERNEST

Thank God! She's at death's door.

HARRIS

Well, why don't we just let me be the judge of that, all right?
(to Madeline)

What seems to be the trouble?

MADELINE

I --

(with a look at Ernest)
-- fell down the stairs.

HARRIS

Ooops! Anything broken?

MADELINE

No, I don't think so. It would hurt, wouldn't it?

HARRIS

I should think so, yes.

CONTINUED

MADELINE

Well, maybe my wrist. And my neck
is -- sort of sore.

HARRIS

All right, let's have a look, shall
we?

He pulls down the blanket and reaches for Madeline's hand.

HARRIS (cont.)

Your left wrist?

MADELINE

Yes.

He takes the hand and holds it carefully, turning it a bit,
poking here and there.

HARRIS

Does it hurt when I do this?

MADELINE

No.

HARRIS

It doesn't?

MADELINE

No.

HARRIS

What about this?

MADELINE

No.

HARRIS

This?

MADELINE

Uh -- no.

HARRIS

This doesn't hurt?

MADELINE

Well, no.

CONTINUED

HARRIS
(annoyed)
You're telling me it doesn't hurt
when I do this?

MADELINE
Yes, that's what I'm telling you,
okay? It doesn't hurt.

HARRIS
(cryptically)
Uh huh.

He sets her hand down and clears his throat.

HARRIS (cont.)
You said something about your neck?

MADELINE
It feels funny when I turn it.

Harris leans over her, pulling her collar back to have a look. His eyes widen and he steps back quickly, wiping his hand on his pants.

HARRIS
(voice slightly higher)
Okay, I see. Right. Gotcha.

MADELINE
What?

Harris takes a thermometer from his pocket. His joviality is becoming more forced, eroding into serious unease.

HARRIS
Oooooooooopen wide.

She does, and he puts the thermometer in her mouth.

ERNEST
Did you check for shock? Check for shock!

HARRIS
Could be, could be shock.

He unbuttons her blouse a few buttons for his stethoscope and puts it to her chest. He listens a moment, then moves it to a new area. A look of confusion crosses his face. He stands up, chucks the stethoscope in the trash can, and goes to a cabinet on the other side of the room.

CONTINUED

Madeline and Ernest look at each other, confused.

Harris comes back with another stethoscope, much larger. He puts it to Madeline's chest, moving it around, unnerved.

MADELINE

What is it?

Harris steps back and looks at her.

HARRIS

Interesting.

He takes the thermometer out of her mouth and consults it. He looks at her, he looks at the thermometer, he looks at her.

HARRIS (cont.)

Okey dokey.

(false cheer)

Well, I think that about covers it.

Ernest takes another belt from his flask. Harris notices.

HARRIS (cont.)

I wonder if I might have a sip of that.

ERNEST

Of course.

He hands the doctor the flask. Harris takes one very long gulp and hands it back.

HARRIS

Thank you very much.

ERNEST

Not at all.

Harris steps over to a mirror above the sink. He runs a hand through his hair, but he's shaking so badly the net effect it to muss it up. He takes a small tin box of pills from his breast pocket and puts one under his tongue.

He turns to Ernest and Madeline, trying like hell to be professional, but he's developed a stutter.

CONTINUED

HARRIS

Your wrist, as far as I can t-tell, is fractured in three places. You've also sh-shattered two vertebrae in your neck, although it's impossible to s-s-say for sure without x-rays. Still, there is bone protrusion through the skin, which can't really be called a g-g-g-g-good sign. Your body temperature is below eighty degrees, and your h-h-h-heart has stopped beating.

Silence.

More silence.

ERNEST

What the hell does that mean?!

HARRIS

I believe --

He holds a finger out, about to pronounce his diagnosis, but can't bring himself to do it.

HARRIS (softly)

-- I'd like a second opinion.

He sweeps out of the room just as dramatically as he swept in.

Ernest and Madeline look at each other. Silence for a second.

MADELINE

Could be worse.

ERNEST

This is ridiculous! I've got to see for myself.

He goes to Madeline.

MADELINE

What are you doing?! Stop it!
Get away from me!

Ernest quickly searches her neck for her pulse, looks at her protruding vertebrae, and feels her forehead for her temperature. He backs off, staring at her with eyes wide.

CONTINUED

ERNEST
My God! He's right!

MADELINE
Don't be ridiculous, he can't be right! What would it mean if he was right?!

ERNEST
This is incredible! You're in violation of every natural law I know!

On the words "natural law," Madeline GASPS, looking down at the lapel pin Lisle gave her in shock. She covers her mouth in horror and stands, shaking.

ERNEST (cont.)
You're standing there --

MADELINE
Oh, shit!

ERNEST
You're talking to me --

MADELINE
(beginning to swoon)
Oh, shit --

ERNEST
-- BUT YOU'RE DEAD!

Madeline tries to scream, but only a tiny GASP comes out.

ERNEST (cont.)
I've got to get help!

He turns and runs out of the room.

Madeline promptly faints, falling back onto the table.

CUT TO:

60 INT HOSPITAL CORRIDOR NIGHT 60

ERNEST hurries out of the room and into the corridor, looking for somebody, anybody, but the emergency area is a chaotic place, full of GUNSHOT VICTIMS, STABBING VICTIMS, and bizarre domestic accidents of all kinds.

CONTINUED

In one corner, a KID dressed like a cowboy SCREAMS in pain, an arrow in his chest, while a FATHER berates another KID, this one dressed like an Indian.

Ernest tries to attract the attention of several DOCTORS --

ERNEST

Excuse me, I need --

-- but they're in crises of their own.

A seemingly unattached DOCTOR hurries past.

ERNEST (cont.)

Look, my wife is really --

The Doctor ignores him, continuing on. Ernest, determined, follows him around a corner and into a room.

CUT TO:

61 INT HOSPITAL ROOM NIGHT

61

ERNEST follows the DOCTOR into the room..

ERNEST

Would you please just --

He stops as he sees what the Doctor was hurrying to. An EMERGENCY TEAM hovers over a man's body, giving him CPR, trying to jump-start his heart.

DOCTOR

Hit him again!

Ernest looks closer. The patient is dressed in hospital greens. He looks familiar.

He's DR. HARRIS.

BEEEEEEEEEP! The EKG line goes flat.

CUT TO:

62 INT HELEN'S HOTEL ROOM NIGHT

62

HELEN is on the phone in her hotel room, pacing, frantic.

HELEN

Come on, answer -- answer --

CONTINUED

But no one does. Finally, she SLAMS the receiver back into its cradle.

She sits, chewing her nails, deciding what to do.

HELEN (cont.)
Screw it, I'm going.

She jumps up, grabs her coat, opens the door, hesitates --
-- and then SLAMS it shut and PLOPS onto the bed again --
-- before leaping up and running out of the room.

CUT TO:

63 INT CORRIDOR NIGHT

63

ERNEST hurries back down the corridor. He stops at Madeline's room and goes inside.

But Madeline is gone. A SECOND DOCTOR, younger, corporate-looking, is there filling out a form on his clipboard.

ERNEST
Where is she?!

The Doctor looks at him professionally and caps his pen. He puts an arm around Ernest's shoulders.

DOCTOR
I'm terribly sorry, sir. I know how difficult this must be.

ERNEST
No, you don't understand -- she wasn't -- she didn't -- it's hard to explain.

DOCTOR
(comfortingly)
I know it is. How can anyone explain it?

ERNEST
(growing alarmed)
Where did you put her?!

DOCTOR
Don't worry about that right now. Give yourself some time to grieve.

CONTINUED

Ernest grabs him by the lapels and shakes him violently.

ERNEST
WHERE THE HELL DID YOU PUT MY
WIFE?!

DOCTOR
She's dead, sir. They took
her to the morgue.

Ernest lets go and stares at the Doctor in shock.

ERNEST
The morgue?! She'll be furious!

He turns and races out of the room. The Doctor watches him go, sympathetic.

DOCTOR
Poor bastard.

CUT TO:

64 INT HOSPITAL CORRIDOR NIGHT

64

ERNEST steps off the elevator and hurries down another corridor, frantic, rubbing his head in confusion, trying like hell to comprehend what's going on.

ERNEST
(muttering)
Can't be -- just can't be --

As he walks, he sees THREE NUNS walking toward him, dressed in full habits, SOBBING uncontrollably. They're an eerie sight, sort of floating past him in all their religious grief and grandeur.

Ernest stops, staring at them, thinking, then continues on.

CUT TO:

65 INT MORGUE NIGHT

65

The hospital's morgue is a stark white tiled place with silver doors in the walls leading to the you-know-whats. A MORGUE WORKER in a white lab coat hovers over a DEAD PRIEST who is on one of the slabs.

The Worker hears a strange SOUND, muted, like a human voice, but very far away. He looks up for a second, listening --

CONTINUED

-- then shrugs and goes back to loading the Priest onto the slab.

A few seconds go by and he hears it again, a little louder, definitely someone's voice. He shakes his head, knowing he's the victim of a joke.

WORKER

Those guys.

ERNEST comes in, frantic, but trying to compose himself.

WORKER (cont.)

Can I help you?

Ernest stops, staring at the dead Priest with a look of amazement on his face.

WORKER (cont.)

Hello?

ERNEST

(snapping out of it)

Sorry. I need to -- see my wife.
She was just brought in.

WORKER

Oh, yeah. You've got some forms
to fill out, pal.

ERNEST

I will, I just --

(the widower)

-- I need to see her alone for a
minute. You know. To say goodbye.

WORKER

Well, okay. I understand.

The Worker slides the Priest's slab into the wall and BANGS the silver door shut, but it doesn't latch. He taps the door of the slab two rows down.

WORKER (cont.)

She's in here. Just a couple minutes,
okay?

ERNEST

Thank you. Thank you.

The Worker goes out into the hallway.

CONTINUED

Ernest takes a deep breath and approaches Madeline's slab. As he draws near, the door of the Priest's slab CREAKS open again. The slab rolls out, slowly, eerily. Ernest looks at the Priest, wide-eyed.

ERNEST (cont.)

My God! I understand!

He hurriedly slides the Priest's slab back into the wall, opens the door of Madeline's, and delicately slides her out.

MADELINE is lying on the slab, graying now, death really beginning to take its toll on her appearance. She's wide awake and teary, like a child who's hurt herself.

MADELINE

Ernest!

ERNEST

Yes. It's me, darling.

MADELINE

Ernest, I was yelling and yelling
but nobody could hear me and it
was so dark and I didn't know where
I was and I was scared and -- and --

She stops, looking around. She recognizes her surroundings and now her tears break.

MADELINE (cont.)

Ernest, I'm in the morgue! Why
am I in the morgue?! DBH 64

ERNEST

(soothing)

Shhhhh. It's okay. Listen to me.
I understand what's going on! It's
incredible, it's physically impossible,
but I understand it now!

MADELINE

(crying)

They think I'm dead, Ernest!

ERNEST

You are -- but you're not! In the
whole of recorded medical history,
that has never, ever happened to a
single human being!

CONTINUED

MADELINE

So why did it have to happen to me?!

ERNEST

Don't you know what this means?!

(awed)

God has intervened! He's telling us we belong together! He's telling me I broke you, and He's daring me to put you back together again! And I intend to!

(rapturously)

Madeline, it's a miracle!

CUT TO:

66 INT HALLWAY NIGHT

66

The MORGUE WORKER has cornered two ORDERLIES and is talking to them in the corridor.

WORKER

I'm just sayin', I don't think it's funny. What if the families were around?

ORDERLY 1

What are you talking about?

The door to the morgue BANGS open. ERNEST and MADELINE come out of the morgue and walk past them as casually as possible.

Madeline looks at the Morgue Worker and smiles.

MADELINE

False alarm.

The Worker laughs, assuming this is some kind of joke, and turns back to the Orderlies. After a second, he turns sharply, raising a finger, realizing something is wrong with this picture, but having no idea what and --

CUT TO:

67 EXT MENVILLES' STREET NIGHT

67

HELEN is at the gate of the Menville mansion, ringing the buzzer again and again, but there aren't even any lights on in the house. Finally, she gives up and runs across the street to her car, a black BMW parked at the curb.

CUT TO:

HELEN tools down a residential street, away from the house. She stops at a stop sign and is just about to go again when somebody lays on a HORN.

She slams on the brakes just as a car BLASTS through the intersection, narrowly missing her, not even slowing down.

She stares as the car goes by and sees ERNEST driving, with what looks like a mannequin of MADELINE in the passenger seat.

HELEN

: Madeline?!

She whirls around, not believing her eyes, and watches as his taillights disappear.

She slams a hard U-turn and follows him.

CUT TO:

69 EXT MENVILLE MANSION NIGHT

69

ERNEST and MADELINE zoom in the driveway. The security gate closes behind them.

A few seconds later, HELEN pulls up and stops about a half block down.

She gets out of her car, quietly, not wanting to attract any attention.

She walks up to the gate and peers through the bars, watching as a few lights flick on in the house, but not really getting a good look at anything.

She looks left and right to see if anybody is watching, then starts to climb over the fence.

IN THE YARD,

HELEN drops to the ground on the other side of the fence. She scurries along the ground to the house and looks in the front windows.

IN THE HOUSE,

there doesn't appear to be any activity in front, but the lights are on in the kitchen, and somebody's moving in there.

Helen runs around the side of the house.

CONTINUED

IN THE BACK,

Helen crawls up under a window that looks in on the kitchen. She raises herself up slowly and peers over the ledge.

IN THE KITCHEN,

ERNEST is at the refrigerator, a big Sub-Zero model, leaning hard against the door, trying to push it shut against the resistance of whatever is inside. He finally gets it closed, takes a second to collect himself, and then hurries out of the room.

Helen looks to the kitchen counters. Previously refrigerated food is stacked everywhere, melting. The refrigerator racks were pulled out too, and are stacked on top of the food.

Helen is trying to figure out what's going on when she hears the garage door open from somewhere off to her left. A car ENGINE starts.

She jumps up and runs to the side yard, in time to see Ernest's car tear out of the driveway.

70 EXT STREET NIGHT

CUT TO:

70

HELEN races up to her car and jumps in as Ernest's taillights disappear again.

She gives chase.

CUT TO:

71 INT HELEN'S CAR NIGHT

71

HELEN is following ERNEST on an almost abandoned road somewhere. He slows and turns in an unlit driveway, more of a service road.

HELEN

What is this?

She looks up at a huge sign on the hill above her.

"FOREST LAWN MORTUARY."

She swallows.

CUT TO:

HELEN kills her lights and coasts to a stop just down the driveway from the mortuary itself. She peers over her steering wheel.

ERNEST is out of his car and standing at the back door to the mortuary, shaking hands with a MAN in a white coat. They seem to know each other rather well.

TWO MORE GUYS come out of the mortuary, carrying jugs of some kind of liquid, strange-looking tools, hoses, and the like. Ernest directs them, putting everything in the trunk of his car.

HELEN

What in God's name -- ?

Ernest shakes hands with the men, gets in his car, and starts it.

Helen ducks down in the seat as Ernest drives past her, out the way he came.

CUT TO:

73 EXT STREET NIGHT

73

HELEN is following ERNEST again. This time on Sunset Boulevard in Beverly Hills. He stops at a stop light. Helen stops behind him. He turns on his right turn signal.

Helen looks up, ahead of them and to the right, and sees a sign for the Beverly Hills Hotel.

HELEN

Oh, shit!

She cranks her wheel and punches the gas, tearing out ahead of Ernest, through the intersection against the light, and into the driveway of the hotel.

A VALET opens her door for her and she jumps out.

VALET

'Evening, Miss Sharp.

Helen doesn't answer, just races into the hotel.

She's barely inside when Ernest's car pulls up behind hers.

CUT TO:

ERNEST KNOCKS on the door of suite 1110.

After a moment, HELEN opens the door, trying to disguise her acute shortness of breath. She's holding the telephone, as if she's on it.

HELEN
Ernest, thank God!

She hangs up the phone.

HELEN (cont.)
I was just trying to call you!

She pulls him into the room and closes the door behind him.

CUT TO:

HELEN wraps ERNEST in an embrace.

HELEN
I've been frantic -- I've been
calling and calling -- I had to
stop myself from going to the
house. What's going on?

ERNEST
Please, sit down. I have to get
back, and I need to tell you
something first.

HELEN
What? Ernest, I hope you haven't
done anything foolish.

ERNEST
This is very difficult for me to
say, Helen.

HELEN
What?

ERNEST
(deep breath)
Madeline and I have had a reconcil-
iation.

CONTINUED

HELEN

(feigned sympathy)
Yes, me too, somehow. It's strange,
already I have only good memories of
her.

ERNEST

No, you don't understand --

HELEN

But you'll see, time heals everything.
Where -- exactly -- is she now?

ERNEST

Home, waiting. I'm going to do some
work on her.

Helen looks at him.

HELEN

Ernest, Madeline is -- dead. Isn't
she?

ERNEST

Not in the usual sense. ⁶⁴ Please,
don't try to be logical about it,
it's a waste of time. It's a
miracle, Helen, ⁵⁸ that's all I can
tell you.

HELEN

Ernest, you're very upset. You've --
(she can't say it)
-- eliminated your wife, that's a
difficult thing to try to live with.
Your heart won't accept it, your
brain won't admit it, but darling,
it's done, and you have to start
thinking about the potential conse-
quences. Now tell me -- where is her
body?

ERNEST

(checks his watch)
I have to go, she'll be suspicious.

HELEN

Ernest, you're not thinking clearly!
You may be getting us both into a
great deal of trouble! What are you
doing with that body?

CONTINUED

Ernest turns and looks at her, tenderly. Torn.

ERNEST
Helen, please -- sit down.

Helen sits on the edge of the bed. As if by reflex, she picks up a handkerchief and squeezes it in her hand. Ernest, still in his overcoat, paces in front of her.

ERNEST (cont.)
We should be very grateful. We should accept this reprieve without question. I love you. I always have and I always will. But I have a duty to Madeline. I never meant to break your heart -- but good bye, Helen.

He kisses her softly on the cheek, turns, and leaves without another word. The door CLICKS shut behind him.

Helen just sits there on the edge of the bed, staring at the space where Ernest was in disbelief. She looks down at the handkerchief in her hand, which she has squeezed so hard it is now stained with blood.

HELEN
(incredulous)
She did it again!

V. DBH 64

CUT TO:

76 INT MENVILLE MANSION MORNING

76

The sun has come up and spills through the windows of the Menville living room.

ERNEST comes in the front door of the house, unloading the car, carrying a box of the stuff he picked up at Forest Lawn. He hears the kitchen door open and close, and the murmuring of VOICES. He checks his watch and sprints into the kitchen.

IN THE KITCHEN,

ROSE and several other SERVANTS have come in through the kitchen entrance, ready to start their day. They're staring at the puddles of melted ice cream and general chaos that is the kitchen. The COOK is about to open the refrigerator when Ernest bursts in and SHOUTS to her.

ERNEST
STOP RIGHT THERE!

CONTINUED

The Cook, startled, stops and turns.

Ernest starts distributing envelopes to them.

ERNEST

Listen to me carefully, all of you. Mrs. Menville and I are planning to leave for Europe. We've sold the house to a buyer who will be here in a few days. I've given you each --

ROSE has opened the envelope and pulled out a check that was inside.

ROSE

Thirty-five thousand dollars!

ERNEST

-- one year's salary, but I'm afraid you'll have to leave the house today. This morning. Uh, now, actually.

ROSE

But sir! We were happy ^{here!}

ERNEST

So were we. ^{Very} nice to have met you all. Have lovely lives.

He goes to the kitchen door and opens it. The servants file out, looking at each other in shock and confusion. When the last of them is gone, he closes the door behind them, locks it, pulls the shades in the room --

-- and goes to the refrigerator. He takes a deep breath and pulls it open..

MADELINE is inside, crumpled slightly to fit. Her body is completely blue, with red and white patches here and there.

Ernest reacts, then tries to compose himself.

ERNEST (cont.)

Sleep well, darling?

MADELINE

Are you insane?

CONTINUED

ERNEST
Come on. Out we go.

He helps her out of the refrigerator. Her body CRUNCHES as she unfolds and stretches herself out.

MADELINE
Why am I so stiff?

ERNEST
That's rigor mortis.

She turns and looks into a mirror. She GASPS.

MADELINE
Oh God! And what are those red spots?!

ERNEST
That's blood pooling.

MADELINE
(horrificed)
And the white?!

ERNEST
(the good news)
Oh, that's just a little freezer burn.

Madeline looks at the mirror, totally defeated.

MADELINE
I'm hopeless. Completely hopeless.
And I looked so good!

ERNEST
You will again. Remember how good I used to be? Well, I'm going to be better. You're going to be my masterpiece.

CUT TO:

77 INT THIRD FLOOR DAY

77

A clean, white sheet is SNAPPED in the air and floats down softly over the pool table in the third floor of the house.

Instruments are unpacked from boxes and switched on, BEEPING and flashing officiously.

CONTINUED

The scalpels are pulled out of the wall near the dartboard and shined up.

A towel is snatched away, revealing a row of shimmering surgical tools laid out on a tray.

A syringe is pumped, a little liquid leaps from its tip.

MADELINE lays back on the pool table in what is now a makeshift operating room. She wears a surgical gown, pulled down to just above her breastline, her hair pulled back in a cap. Her color is an almost uniform ashen-gray now.

ERNEST stands next to the table, in gloves and a barbecue apron that reads "Kiss the Chef." He takes a deep breath and selects a scalpel. His hand floats over the table toward Madeline, brandishing the scalpel. It hovers above her.

MADELINE

How long will this take?

Ernest looks up at a clock on the wall. It's eight a.m.

ERNEST

We'll be ready to prime by ten,
you'll be dry by eleven.

MADELINE

Good. Make me pretty, doctor.

ERNEST

(thrilled)
"Doctor!"

He lowers the scalpel.

CUT TO:

78 INT THIRD FLOOR DAY

78

The clock Ernest looked at before now reads 10:47. The third floor is quiet, except for two sounds. The first is a phone RINGING, which is ignored, and the second is a little harder to place.

CHUCKA CHUCKA CHUCKA SHHHHHHHHH.

CHUCKA CHUCKA CHUCKA SHHHHHHHHH.

Spray paint.

CONTINUED

Moving over, past the clock, we see a wastebasket half filled with empty spray paint cans. Moving past that, we see empty formaldehyde jugs, a few bloody cloths, and various other used surgical equipment. Past that, we come upon one of the legs of the pool table and move up it, somewhat nervously.

MADELINE is lying on the table, face down. We start at her feet -- which look absolutely fabulous, by the way, pink and healthy -- and move up, toward her behind.

ERNEST hovers over this particular section like an artist. He's applied masking tape along the line where her butt gives way to her legs, and is leaning over it with a can of spray paint. He sprays a bit of the paint onto his own fingers and rolls it around, studying the color.

Deciding against it, he tosses the can and leans back, selecting another from a rack with about two dozen different colors behind him. He seems truly happy, HUMMING to himself as he works.

The phone, which had stopped ringing, starts again.

MADELINE (o.s.)
Who keeps calling?

ERNEST
(totally absorbed
in his work)
I don't even hear it. *64*

MADELINE (o.s.)
Hurry up, will you?

ERNEST
You know me. Stickler for detail,
obsessive to a fault.

Holding his shaking right hand with the other to steady it, he sprays a smooth line along the masking tape.

MADELINE (o.s.)
What are you doing down there?!

Ernest steps back and RIPS the masking tape off with a flourish.

ERNEST
Tan line, darling.

The phone RINGS again.

CUT TO:

The street outside the Menville mansion is quiet. A black BMW is parked at the curb. The window is lowered enough to see HELEN in the car, on the phone. She SLAMS it down and gets out, muttering to herself.

HELEN

(practicing)

-- nothing to be afraid of -- get
through this together -- trust me
darling --

She reaches the Menvilles' gate and presses the buzzer. No answer. She waits a minute, then presses it again. Still nothing.

CUT TO:

80 INT STAIRCASE DAY

80

A steep, narrow staircase leads to the third floor. The door at the top SLAPS open and ERNEST stands in the doorway like a mad scientist, smeared with blood and paint.

MADELINE'S VOICE calls from behind him, somewhere in the room.

MADELINE (o.s.)

Who the hell is it?

ERNEST

I'll check it out. Stay here.

He closes the door behind him and THUNDERS down the steps.

CUT TO:

81 INT LIVING ROOM DAY

81

ERNEST, still in his apron and gloves and with a streak of blood across his face, goes to the speaker box next to the front door. There is also a video monitor covering the gate area.

He presses the speaker button with his elbow, not wanting to touch anything with his gloves.

ERNEST

Who is it?

HELEN leans into the video monitor.

CONTINUED

HELEN

Let me in, Ernest! We need to talk!

ERNEST

Shit!

(into speaker)

Uh -- can you come back? I'm -- in the middle of something.

HELEN

(stern)

Ernest, this is ridiculous. Either you open this gate or I'm going to climb over it, smash a window, and force my way into the house!

Ernest sighs. She's not going away.

ERNEST

Just for a minute, all right?

He pushes a button and the gate BUZZES open. Helen heads up the driveway.

ERNEST (cont.)

Shit. Shit, shit, shit.

He whips off his apron and gloves and turns in a circle, wondering where the hell he can stash them.

Madeline SHOUTS from upstairs.

MADELINE (o.s.)

Who was it?!

ERNEST

Uh -- no one! I'll be a moment! Stay there!

He's still searching for a place for his apron and gloves. He settles on the chimney and shoves them up it just as Helen KNOCKS at the front door.

Ernest straightens his shirt and heads for the door, still with the streak of blood across his face.

He pulls the front door open and stands in the opening, not wanting to let Helen in.

CONTINUED

ERNEST (cont.)
(a whisper)
Helen!

She looks at him strangely.

HELEN
Aren't you going to let me in?

ERNEST
Um -- uh --

HELEN
What is that on your face? Is
that blood?

ERNEST
Oh, shit! Lousy mosquitoes.

He wipes it off, frantically. Helen looks at him, shocked.

HELEN
Ernest, are you doing something --
(leans forward)
-- funny with Madeline?

ERNEST
(thinks)
Define "funny."

Helen strides forward determinedly, past him and into the house. He follows her quickly.

ERNEST (cont.)
(whispering)
Helen, I think we should talk outside!

HELEN
Why are you whispering?

ERNEST
She's resting. She's in a foul
mood.

HELEN
Look, Ernest, let's lay our cards
on the table, okay? I saw you last
night, with her body, and then later
at the mortuary. So drop the act.
Tell me what you've done with Madeline.

CONTINUED

ERNEST

(shrugs)

Just some retouching here and there.

HELEN

Ernest, snap out of it! You're suffering through some kind of psychotic episode. We plotted to --

(hesitates)

-- do away with your wife. You went through with it. For better or worse, you have to come to terms with that.

ERNEST

No, she's alive! She is!

HELEN

Okay. Fine. Then why don't you go ask her to come down? Why don't you tell her to come down here, walk right up to me, and kiss me on the --

A VOICE comes from the top of the stairs.

MADELINE (o.s.)

Kiss you on the what?

They turn and look up. MADELINE stands at the head of the stairs, hands on hips, dressed to kill in a pair of skin tight pants and a loose blouse. She looks absolutely ravishing, better than she did the night she first took the potion. Ernest has even given her a healthy suntan.

HELEN

Mad!

MADELINE

Hell!

ERNEST

Darling!

Madeline starts down the stairs, and as we watch her there should only be one word in our minds -- "hips."

MADELINE

So. What are you two plotting down here?

She walks up to Helen, takes her face in both hands, and plants an almost violent kiss on her cheek.

CONTINUED

MADELINE (cont.)
Or should I say "What else?"

Helen stares at Madeline in shock, speechless, backing away toward the door.

ERNEST
Madeline, I didn't -- she didn't
-- we weren't --

MADELINE
Don't bother.

She marches forward toward Helen, who keeps backing away, through the doorway and onto the front step.

82 ON THE FRONT STEP,

82

Madeline starts to swing the door shut, but Helen reaches out and stops it, her face set with angry determination.

HELEN
(through clenched teeth)
Who -- does -- your -- makeup?

MADELINE
Oh, uh -- I can't remember.

ERNEST
(helpful)
It's Jourdan's, isn't it?

Madeline whirls and looks at him, furious. The last thing we see is Ernest's face as he realizes he's given away a trade secret, before Madeline SLAMS the door in Helen's face.

Helen whirls, her eyes alive.

HELEN
Jourdan's!

CUT TO:

83 EXT JOURDAN'S DAY

83

Helen's car BANGS up onto the curb outside Jourdan's.

CUT TO:

84 INT JOURDAN'S DAY

84

HELEN, an absolute wreck but trying like hell to control herself, is in front of Louis Jourdan's RECEPTIONIST.

RECEPTIONIST

I'm sorry, I just don't know what you're talking about.

HELEN

Of course you do!

(regaining, through
clenched teeth)

I just want what Madeline Ashton had. That's all. It's only fair. You can't give it to one person and not another. That's unfair. I'm talking about fairness!

She BANGS her fist on the Receptionist's desk, then catches herself and smiles, trying to cover her desperation.

CUT TO:

85 INT JOURDAN'S OFFICE DAY

85

LOUIS JOURDAN is in his office, watching HELEN's pleadings on a video monitor.

HELEN (s.s.)

Money means nothing to me. Nothing at all. Does that make a difference?

Jourdan pushes a button on the monitor and speaks into a tiny microphone.

JOURDAN

I'll see her, Lyla.

CUT TO:

86 INT JOURDAN'S OFFICE DAY

86

LOUIS JOURDAN sits behind his impressive desk, staring sternly at HELEN, who is seated across from him.

JOURDAN

Exactly what did Miss Ashton tell you?

HELEN

(winging it)

Oh, she told me -- everything.

CONTINUED

JOURDAN

How disappointing. She was aware of our policy.

HELEN

Well, we're very dear friends.

JOURDAN

I suppose there would be a certain irony. I mean, you, the author of "Forever Young" --

Helen has no idea what he's talking about.

HELEN

Yes.

JOURDAN

You don't find that ironic?

HELEN

Oh! Yes, I -- I didn't think of it that way. It is ironic, isn't it? My goodness.

Jourdan's smiles vanishes.

JOURDAN

I know perfectly well Madeline Ashton hasn't told you a thing.

HELEN

I --

JOURDAN

The only real thing about you is your desperation.

Helen just stares at him, humiliated. He reaches out and puts one hand over hers, suddenly soothing.

JOURDAN (cont.)

But desperation is the one thing I trust.

CUT TO:

ERNEST sits on the sofa while MADELINE paces in front of him. She's crazy with anger, hatred, jealousy.

ERNEST

You can intimidate me all you want, it's not going to work. I've done a lot of things for you, Madeline, but this is where I draw the line.

MADELINE

Draw it later. Kill her first.

ERNEST

I can't!

MADELINE

What's the big deal? It's not like you haven't done it before.

ERNEST

You can't make me.

MADELINE

Can't I? That's pretty strong talk for a murderer on the run. Because that's what you are, Ernest.

ERNEST

Oh, don't get technical. ⁶⁴

MADELINE

Let me sketch a scene for you, see if you like the sound of it. I make an anonymous call to the police, tell them I have reason to think Ernest Menville killed his wife. They come to the house. They search the place. They find me, lying upstairs. Dead. And if anyone can play dead, Ernest, it's me.

She goes to the liquor cart and uncaps the scotch bottle. She pours a perfect glass of scotch, two ice cubes. His eyes follow her hands; beads of sweat jump out on his forehead.

MADELINE (cont.)

They arrest you. The papers go crazy with talk of the plastic surgeon who killed his wife and operated on her corpse. But you

(MORE)

CONTINUED

MADELINE (cont.)
get out on bail. You come home.
One night, I sneak out of the
morgue and make another anonymous
phone call. When the police get
here, they find my body in bed with
you. The papers really like the
sex angle and you become a star.

She brings the drink over to Ernest, who is really sweating
now. His eyes are fixated on the glass.

MADELINE (cont.)
You're convicted. You're sent to
prison. And you become very popular
in prison. You know what I mean.

ERNEST
(he doesn't)
What?

MADELINE
You know. What happens in prison.

ERNEST
What happens?

MADELINE
Ernest -- what happens to men in
prison?

ERNEST
What?

MADELINE
(losing her patience)
Other men fuck them.

ERNEST
Oh, Jesus!

She's got the glass of scotch just in front of his mouth. He
reaches out for it, almost uncontrollably. She pulls it away
at the last second.

MADELINE
But darling -- it doesn't have to
be that way.

ERNEST
No?

CONTINUED

MADELINE

Of course not. All you have to do is help me settle the score with that pseudo-virginal, semi-virtuous little whore!

He looks at her. He looks at the scotch glass. He looks at her again.

ERNEST

Yes, dear.

Madeline smiles. She gives him the glass of scotch and he drinks deeply.

MADELINE

Now -- tell me exactly what she planned to do to me.

ERNEST

I can't. I've blocked it out. I don't even remember.

MADELINE

Maybe I shouldn't have told you what happens in jail. I'm starting to suspect that you actually want to go there.

He leaps to his feet, as if drawn by a force, and walks unhappily across the room, to the telephone table. He pulls the yellow legal pad with Helen's murder plan out from under the phone book, where he stashed it.

He turns and tosses it across the room, to Madeline. It sails through the air and lands on the table in front of her with a THUD.

CUT TO:

88 INT MENVILLE LIVING ROOM DAY

88

MADELINE is pacing, the yellow legal pad in hand. ERNEST is sitting on the sofa again, miserable, looking at the now empty glass of scotch. He either wants another or wishes profoundly he'd never had a first.

MADELINE

Okay, once more.

CONTINUED

As she talks, we again see flashes of the plan, but now the way she sees it -- with the roles recast and herself looking stunning.

MADELINE (cont.)

You'll call Helen in the afternoon, tell her you've decided to put your vicious little plan to kill me into motion and you want her to come for dinner.

CUT TO:

89 INT HELEN'S HOTEL ROOM DAY

89

HELEN is on the phone.

HELEN

Fine, I'll be there at eight.

MADELINE (v.o.)

At dinner, she drinks the Narconol.

CUT TO:

90 INT MENVILLE DINING ROOM NIGHT

90

HELEN, a wine glass in hand, slumps over and CLUNKS onto the dining room table. ERNEST and MADELINE, also at the table, exchange a high-five.

ERNEST

(in fantasy, to Madeline)
By the way, you look fabulous.

MADELINE (v.o.)

I call the police from my car phone to report a drunk driver --

CUT TO:

91 INT MADELINE'S CAR NIGHT

91

MADELINE, in an elegant evening gown and lit like in an old movie, is driving her car in an obvious studio shot. She's on the car phone.

MADELINE

She's on the Coast Highway, and she's going to kill someone!

CUT TO:

92 INT POLICE DISPATCH NIGHT

92

The same SUPERVISOR stands over the shoulder of the same POLICE OFFICER.

SUPERVISOR

Get a unit out there before she goes off the pier!

CUT TO:

93 EXT SANTA MONICA PIER NIGHT

93

Helen's car SMASHES through the barricade at the end of the pier and tumbles into the ocean below.

CUT TO:

94 INT MORGUE DAY

94

The same SURGEONS lean over a corpse, blood on their aprons.

SURGEON

Lousy drunk drivers make me sick.

A rubber stamp pounds "Case Closed" onto a death certificate.

CUT TO:

95 EXT CEMETERY DAY

95

A coffin is being lowered into a grave. ERNEST and MADELINE, dressed in black, mourn at graveside. The PRIEST leans over to Madeline, who looks sensational.

PRIEST

By the way, I'm a huge fan.

CUT TO:

96 INT MENVILLE LIVING ROOM DAY

96

ERNEST and MADELINE are standing in the middle of the living room.

MADELINE

(her blood lust
all the way up now)
I love it.

She grabs Ernest and kisses him violently. He doesn't respond.

CUT TO:

97 EXT MENVILLE MANSION NIGHT

97

Nighttime. The Menville mansion is lit up like a leering face.

Helen's black BMW pulls up to the security gate. Just her hand snakes out of the window and presses the buzzer.

The electronic gate swings open. Helen drives inside and it closes behind her with an ominous CLANG.

CUT TO:

98 EXT MENVILLE TERRACE NIGHT

98

A crystal water glass, two-thirds full, sits on the Menvilles' perfectly set table. ERNEST leans down to the glass and blows into it gently, kicking up a tiny cloud of the thin powder that coats the inside of the glass.

He's dressed in a suit, and boy is he nervous. He's on the terrace, where dinner for three has been set on the manicured grounds of the house, next to a fountain, a genuine Bernini replica with mythical muscle men and androgynous angels pissing into the base.

Ernest goes back into the house through sliding glass doors. He goes to the mirror over the fireplace and fusses with his tie. In a certain moment, he makes eye contact with himself.

ERNEST

Unspeakable.

The doorbell RINGS.

ERNEST (cont.)

(shouting upstairs)

Madeline! She's here!

CUT TO:

99 INT MADELINE'S BEDROOM NIGHT

99

MADELINE wears a simple, elegant, and therefore spectacular black evening gown.

MADELINE

(shouting back)

Just let her in!

She takes one last approving look at herself in the mirror and sweeps out of the room, reeking of confidence.

CUT TO:

MADELINE is near the head of the stairs when she hears Ernest's surprised voice from downstairs.

ERNEST
(admiringly)
Helen! My God!

Madeline reaches the head of the stairs and stops in her tracks. She looks down. ERNEST and HELEN are at the base of the stairs, Helen facing away from her.

ERNEST (cont.)
(still to Helen)
Did you change your hair?

Madeline starts quickly down the stairs. As she reaches the bottom, Helen hears her and turns around.

If this is a tennis game, Helen is now serving advantage. She's gorgeous, at least a dozen years younger-looking. She breaks into a radiant smile as Madeline reaches her.

HELEN (cont.)
Hello.

Madeline stares at her, shocked, unable to speak. Her eyes drop to Helen's lapel. There's a tiny gold leaf pin there.

Siempre viva.

Madeline's eyes narrow as she realizes what's happened.

MADELINE
Well. Hello.

ERNEST
Shall we go out to the terrace?

He and Helen head for the terrace. Madeline walks over toward the fireplace.

Helen, aware of the effect she's provoking in Madeline, takes Ernest's arm and walks with casual abandon. She lowers her voice.

HELEN
(to Ernest)
Is everything okay? I'm so excited
I feel like I'm going to explode!

CONTINUED

Ernest doesn't answer, just looks back toward the fireplace, toward Madeline. She's not there, but he notices something funny. The shotgun case next to the fireplace is hanging open. So is one of the drawers in its base, which is filled with shotgun shells.

Ernest's eyes widen and he whips his head toward Madeline just as she SNAPS shut the barrel of an enormous shotgun and points it straight at Helen.

Helen turns around.

HELEN (cont.)

What's --

KA-BOOM!!

Madeline pulls the trigger on both barrels. Helen catches the shots in the midsection, is thrown through the air, and comes to rest in the fountain.

ERNEST

Jesus Christ!

Madeline breaks open the smoking barrels and the shell casings PING across the floor.

MADELINE

I should have done that years ago.

ERNEST

WHAT HAVE YOU DONE?!

MADELINE

(proudly)

Check it out. Right in the fountain.

Ernest runs to Helen's still form, which is floating upside down in the fountain. The water is completely red. Ernest feels for a pulse with shaking hands.

ERNEST

(hysterical)

She's dead!

MADELINE

Pardon me, that was the plan.

Throughout the following, Ernest runs around the house, turning off lights, pulling drapes, closing blinds.

CONTINUED

ERNEST

That wasn't the plan! That wasn't the plan at all! That was brutal! That was stupid! Life in prison, Madeline! Do you know what that means for a person in your condition?! And what about me? You know what happens to men in prison!

MADELINE

Hey, you didn't know until I told you.

ERNEST

What about that gunshot?! What if the neighbors ask questions?!

MADELINE

What neighbors? In twelve years in Los Angeles, have you ever once seen a neighbor?

ERNEST

I have to think! One of us has to be rational! We'll have to get rid of the body and just hope no one saw her come here. That's the best I can do. I'll need some plastic -- some rope -- a shovel --

He turns and hurries to the door.

CUT TO:

101 INT GARAGE NIGHT

101

ERNEST is in the middle of the garage floor, MUTTERING to himself, surrounded by several large sheets of plastic, a shovel, a couple pairs of gloves, and a lot of old rags. He struggles to lift it all up.

CUT TO:

102 INT MENVILLE MANSION NIGHT

102

The only light in the house now comes from the fountain and the fireplace. ERNEST comes in the front door with the burial supplies and makes his way across the room with them. He is almost to the terrace when he hears VOICES and stops dead in his tracks.

CONTINUED

MADELINE is on the terrace, hands on hips, having an argument with HELEN, who has climbed out of the fountain and is standing next to it, soaking wet and with a hole in her stomach.

A big, blackened, see-all-the-way-through hole.

HELEN

(furious, to Madeline)

That was totally uncalled for!

Ernest GASPS and drops everything he's holding. Madeline and Helen turn toward him.

MADELINE

(mockingly, imitating Ernest)

"It's a miracle!"

HELEN

Ernest! Look at me! I'm soaking wet!

MADELINE

And you have a hole in your stomach.

Helen looks at herself and SCREAMS. She looks at Ernest.

HELEN

Ernest! I'm soaking wet and have a hole in my stomach!

MADELINE

Oh, get that look off your face. It's unattractive. And unwise, with rigor mortis on its way.

HELEN

(confused)

What? Who's coming? I can't be seen like this -- all wet -- and with a -- hole in my stomach --

She looks down at the hole. She puts her hand through it, all the way to behind her.

HELEN (cont.)

Hey, how can this be? Things don't work like this. Shouldn't I be dizzy or -- something?

CONTINUED

Madeline rolls her eyes, impatient.

MADELINE
Yes, dear, it's incredible. Why,
you're in violation of every natural
law there is!

Helen looks down at her siempre viva pin. She clutches it
desperately, making the connection.

HELEN
Oh, shit!

MADELINE
"Take care of yourself," she said.
Remember?

HELEN
Oh, shit! I'm -- I'm --

MADELINE
(helpful)
A zombie, darling. Siempre viva!

She turns away from Helen and walks toward Ernest, who has
been watching all of this in a state of near-catatonia.

MADELINE (cont.)
(over her shoulder,
still to Helen)
Well, I hope this teaches you a
little lesson. I thought you'd
learned not to try to compete with
me. I always win.

Madeline is almost to Ernest, still walking away from Helen.

MADELINE (cont.)
I guess some people just --

CLANG!!

Something big and heavy smacks Madeline across the back of
the head, knocking her off her feet.

Helen stands behind her, soaking wet, with a hole in her
stomach -- and holding Ernest's shovel.

HELEN
You may have won, but you never
played fair!

CONTINUED

Madeline stands up, her head half twisted around again. She looks down at her body and recognizes her familiar predicament.

MADELINE

(outraged)
I just fixed this!

Ernest claps his hands to his mouth in shock.

Madeline runs to the fireplace, grabs the poker, and turns on Helen.

We stay on Ernest throughout the following, as he backs away from them, slowly, up the stairs. The women's shadows fall on the stairs around him as they pitch an unholy battle with poker, shovel, and whatever's available. We can only imagine from the shadows, but it must be awful.

MADELINE (o.s.)

You're a sore loser! Who cares if I played fair, I won, period!

HELEN (o.s.)

Just because you could raise your legs higher and wider than anyone!

MADELINE (o.s.)

You mean better than anyone!

Ernest reaches the top of the stairs and stops, staring down at them in horror as their shadows dance at his feet.

ERNEST

Women never die!

CUT TO:

103 INT THIRD FLOOR NIGHT

103

ERNEST comes into the third floor loft, what used to be his sanctuary, but is now a mess from the operation. The battle still RAGES downstairs.

Ernest sits in his comfy chair. He pulls a bottle from underneath and takes a belt. He picks up a stack of scalpels and starts CHUCKING them toward the dart board -- missing it, of course, and hitting the wall.

He stops, listening. Downstairs, everything has gone quiet.

CONTINUED

The door to the loft CREAKS open. He turns.

Again, the shadows of Madeline and Helen fall on the wall behind him. Horrible, misshapen shadows. Ernest winces and looks away.

MADELINE (o.s.)
Ernest? Helen and I have had a
little -- quarrel.

HELEN (o.s.)
But it's out of our systems now.
Honest.

MADELINE (o.s.)
And I think we need you. I mean
really, really need you.

HELEN (o.s.)
Ernest? Fix us, Ernest?

Ernest forces himself to look up. He points a shaky scalpel at them.

ERNEST
This is the last time.

CUT TO:

104 INT MENVILLE LIVING ROOM, NIGHT 104

CLOSE ON a perfect glass of scotch as a hand lifts it off the sideboard, places it on a tray, and carries it across the room.

MADELINE
(it's her hand)
Ernest?

We stay on the glass, so long that there must be something wrong with it, as it is carried to the doorway of Ernest's study.

ERNEST is visible inside, slumped forward in a chair, exhausted, stained, wearing his apron again, a mess. He stares down at his hands, his doctor's hands, in horror, like he's never seen them before. He looks like a man lost, a man completely cut loose from his moorings.

MADELINE (o.s.)
Ernest?

CONTINUED

Ernest looks up, to the doorway. He sees MADELINE and HELEN standing there, dressed to the nines, both of them absolutely radiant, the best we've ever seen them or ever will see them.

They walk across the room to him, the scotch glass on the tray in Madeline's hand preceeding them.

MADELINE (cont.)

We thought you deserved a drink.

Ernest looks up at them. He takes the drink from the tray, almost unconsciously, but doesn't drink it.

ERNEST

You know, I've been sitting here, trying to make some sense of this "miracle," but --

MADELINE

Oh, don't start that again. It wasn't a miracle. It was a potion.

ERNEST

A potion?

(horrified)

A Satanic potion!

HELEN

Oh, no! Just an ordinary potion.

ERNEST

I don't believe in potions.

Madeline sighs and pushes her right hand back against her right forearm, an unnatural position she holds with a smile.

ERNEST (cont.)

My God! A potion!

MADELINE

But we still have a little problem. We've been trying to figure out what to do with you. The list of your crimes is endless, but -- you do have a talent. I mean --
(totally self-satisfied)
-- just look at us.

Ernest does, and it makes him want to drink. He raises the glass to his mouth, but stops, to speak. Madeline and Helen exchange a look.

CONTINUED

ERNEST

What more could you possibly want from me?

MADELINE

Nothing more. Just your services. For as long as we live.

ERNEST

(snorts)

That's a good one.

He starts to raise the scotch glass again. Madeline and Helen lean forward in anticipation, but he stops again and puts down his drink.

ERNEST (cont.)

Even if I wanted to --

(holds out his

shaking hands)

-- in a few years I won't even be able to shave, much less work on anyone.

He picks up his drink again.

HELEN

But that's where we can help you!

MADELINE

We want you to meet a very dear friend of ours. The one who helped us.

HELEN

The one with the potion.

Ernest stands up sharply, spilling a little of the drink.

ERNEST

No. No! You know what, I think I finally figured something out. I think I just realized why I never had the guts to walk out that door.

(dramatically)

It's because I'm an asshole.

He gestures with his drink, spilling some more of it.

CONTINUED

ERNEST (cont.)
 An enormous asshole. But let me tell you something -- those days are over. From now on, I'm going to be the asshole I want to be, an asshole with a modicum of pride. I am walking out that door, and I'm leaving you two with what you've got coming. Each other.

He drains the rest of his drink with a flourish, gives one last determined look to the women, turns for the door --

-- and falls on his face. Everything goes black.

CUT TO:

105 INT POOL ROOM NIGHT

105

Everything remains black for a moment. There is only a strange, gentle LAPPING sound in the dark, like someone taking lazy laps in a swimming pool.

ERNEST opens his eyes. He squints, trying to orient himself. At first he sees only steam, but in a moment it clears and he sees --

-- LISLE VON RHUMANS, rising up out of an indoor pool, completely naked. She comes up some steps, ~~but~~ of the shallow end of the pool, but it seems like she's floating out of it. Her body is perfect, hard, tempting as hell, and she's staring straight at Ernest, who's sitting in a chair, groggy.

Ernest looks around. He's in some sort of subterranean pool room. Overhead is a huge stained glass window, a replica of Michelangelo's "Creation" painted on it.

He looks back at Lisle. Every time she takes a step forward, a beam of light materializes above her, lighting her perfectly, as if someone were flicking a switch every time she took a step.

Ernest turns and looks to the door, where one of the Beefy Guys is, in fact, flicking a switch every time she takes a step. He's at a small circuit breaker box with many rows of tiny switches and one big green and red one at the end.

Two other BEEFY GUYS swoop up next to Lisle and blot her dry with large powder puffs before draping a robe over her.

CONTINUED

ERNEST

Who are you?

LISLE

(smiles)

An admirer. How old do you think
I am, Dr. Menville?

Ernest, still stunned, just shrugs.

LISLE (cont.)

I'm older than anyone you've ever
known or anything you've ever seen.

ERNEST

What do you want with me?

LISLE

To talk, for the moment. Like
colleagues. You're a creator.
A restorer. An artist. So am I.
In fact, I've even finished a few
of your early works for you.

ERNEST

You sound like you're trying to
sell me something.

She smiles. She sits on a chair next to him. Her robe
falls open a bit too much. Ernest swallows.

LISLE

No, Dr. Menville. Not you. To
you, I would like to give a gift.
The gift of life and youth. Forever.

She opens the wooden potion case, which is on a small table
between them. Ernest looks at the silvery potion inside. He
looks back up at Lisle.

LISLE (cont.)

I saw your wife and -- friend. You
did brilliant work. You're a genius.
You're a God.

She notices he's looking at her breasts but does nothing to
cover them. Instead, she reaches out and puts her hand on
his face.

CONTINUED

LISLE (cont.)

My dream is to have a world full of Ernest Menvilles. But instead, look what I've had to settle for.

(contemptuously)

Movie people. The real triumphs always refused me -- Shakespeare, Lincoln, Max Factor -- all of them were too selfish. They would deprive this world of their magic. So I deprived them of this world.

ERNEST

You killed them!

LISLE

I can't stand rejection. It's a fault, I know.

Ernest looks around, suddenly realizing he's in danger. The Beefy Guys have moved in a little closer and are definitely looking menacing.

LISLE (cont.)

Show me your hands.

(he hesitates)

Come on, I won't bite.

Ernest holds out his shaking hands. Lisle sighs sadly.

LISLE (cont.)

Tch, tch, tch.

She takes his right hand in hers. Moving quickly, she slides the dagger out of the potion case and slits his index finger.

ERNEST

Hey!

Lisle dips the dagger in the potion and drips it into Ernest's cut.

ERNEST (cont.)

What are you -- ?

LISLE

I'm loving you. Look.

Ernest looks down. Sure enough, his left hand is still aged and shaking, but his right hand is youthful, steady as a rock. He looks at Lisle, his eyes swollen with tears.

CONTINUED

ERNEST

My God!

LISLE

Thank you.

She stands up and moves around behind his chair, whispering in his ear seductively.

LISLE (cont.)

But don't be modest. That's what you do, isn't it? It's what you've always done. Stopped time in people's hands, in their faces. You're Don Quixote, tilting at nature's windmill.

She picks up the vial of the potion and holds it out to Ernest.

LISLE (cont.)

Go on. This is your chance to finally beat her. Drink it.

He takes the vial. He holds it up. The light from the pool seems to shimmer off of it. Another light shines on his face. He looks down. It's the light reflecting off the dagger, on the table next to him.

He looks to Lisle. He looks to the potion. He looks at the Beefy Guys, only ten feet away, ready to do Lisle's bidding.

LISLE (cont.)

It's the completion of your life's work.

Ernest is sweating now, absolutely ripped apart inside. He raises the potion toward his lips with his shaking left hand.

LISLE (cont.)

(a whisper)

Drink!

The potion is a few inches from his lips.

LISLE (cont.)

"Siempre viva!"

The bottle touches his lower lip. He starts to tilt the bottom of the vial up, the potion slides back toward his tongue --

CONTINUED

LISLE (cont.)
 "Live forever!"

-- and he stops right there, a thought crushing down on him.
 He turns and looks at Lisle.

ERNEST
 But -- then what?

Lisle just looks at him, confused, as if no one's ever asked that question before.

LISLE
 What?

And with that Ernest grabs the dagger off the table, turns, and ZINGS it across the room, scoring a perfect bullseye in the red button in the circuit breaker box. Sparks CRACK and the pool room is plunged into darkness.

The Beefy Guys SHOUT in alarm, but Ernest moves fast, grabbing the potion, capping it, and tearing out the door.

BEEFY GUY 1
 Get him! GET HIM!!

Lisle just stands there, calm as ever.

LISLE
 Relax. He won't get far. Not at his age.

CUT TO:

106 INT CORRIDOR NIGHT

106

ERNEST races down a windowless corridor, away from the pool room. He runs blindly, no idea where he is or where he's going. It's like a labyrinth here, under Lisle's mansion.

Behind him, he can hear VOICES and FOOTSTEPS as the Beefy Guys give chase.

Ernest takes a left, then two rights, then a little jog to the left. He stops, to catch his breath. He doesn't hear the footsteps anymore, but he still hears the PEOPLE, only now it sounds like a hell of a lot more of them.

He's terrified. Up ahead, he sees a narrow staircase. He sprints up it. At the top, he has no more options, there is only a single doorway. He opens it.

CUT TO:

NOISE and light wash over ERNEST. He's standing in the middle of Lisle von Rhumans' enormous gothic ballroom --

-- and she's having a party.

A big party. There are probably five hundred people here, all gorgeous and wealthy-looking. There are huge, artificial siempre viva plants ringing the edges of the room, and every single guest has a replica of the flower that they wear on their lapel.

Ernest closes the door behind him and looks around. Far across the room, there is a large archway that leads to the outside. To freedom.

He swallows and moves forward into the crowd, quickly blending in, trying not to attract attention, trying to remain calm long enough to make his way across the room and out the door.

The door he came out of opens again and the three BEEFY GUYS tumble out. Quietly, they fan out, moving into the crowd.

IN THE MIDDLE OF THE CROWD,

Ernest, strangely, seems to have forgotten about his trek to the door and is wandering around in an absolute daze. It's not just that the people at the party are attractive, they're famous, too --

-- and most of them died years ago.

GRETA GARBO is there, in her prime, not one day older than the day she retired, talking to MARILYN MONROE. Ernest sort of circles around them, wide-eyed. He remembers himself and heads for the door again, but he keeps bumping into one fascinating conversational cluster after another. ELVIS PRESLEY is there, slimmed down, looking like he did before the Vegas show period, with a stunning BLONDE on his arm.

Not all of the guests are dead. DICK CLARK and GEORGE HAMILTON are there, chatting pleasantly with ANDY WARHOL.

Ernest stares for a moment, then pulls himself away and bumps directly into --

-- MADELINE and HELEN. He stifles a SCREAM.

MADELINE
Well? How did it go?

CONTINUED

Helen takes his arm excitedly.

HELEN
Isn't Lisle fascinating?

Ernest just nods, struck dumb. From the front of the room, a VOICE speaks over a public address system.

VOICE (o.s.)
Welcome, everyone!

The Crowd bursts into applause. Ernest looks. LOUIS JOURDAN is up on the second floor landing with a microphone.

JOURDAN (cont.)
Lisle will be joining us in a few minutes, but first there are a few items I'd like to go over --

Ernest looks around, panicky. The Beefy Guys haven't seen him yet, but are moving through the crowd toward him.

JOURDAN (o.s.)
First, I'd like to remind all of you who staged your own deaths of our strict policy against popping up in public to grab a few headlines --

Helen leans forward, studying Ernest's sagging face.

HELEN
Ernest -- are you sure she gave you the good stuff?

Ernest puts a hand to his face self-consciously, trying to pull the skin tighter, to smoothe it out.

JOURDAN (v.o.)
I won't name names, you know who you are.

Everyone in the crowd looks at Elvis. He looks away, embarrassed.

Madeline, who has heard Helen's question to Ernest, leans forward, studying him. She looks down and notices the potion bottle, which Ernest still clutches in his hand.

MADELINE
He's still got it! He didn't take it!

CONTINUED

Helen GASPS. She looks around, sees the Beefy Guys searching the crowd.

Ernest doesn't stick around to argue. He pulls away from Madeline and Helen, walking quickly for the door, determined not to look at anyone, no matter how fascinating.

He's twenty feet from the door, then fifteen, then ten --

-- when two Beefy Guys close in on the exit, cutting it off. They spot Ernest and point discreetly, trying not to attract the attention of the crowd.

Ernest whirls. Madeline and Helen are closing in on him from behind, the third Beefy Guy with them.

He looks to his left. A wall. He looks to his right. A staircase. Up.

He runs for it. The Beefy Guys, still trying not to attract attention, just walk faster. Inexorable.

Ernest reaches the foot of the stairs. It's a spiral staircase with an old cage elevator in the middle. Since the ceiling of the ballroom is so high, the staircase just goes up one floor, but it's a towering one.

Ernest takes off, running up the stairs, two at a time. He makes the first couple of turns with good speed, but after twenty or thirty steps he slows down, WHEEZING, and has to force himself on again.

Two of the Beefy Guys reach the foot of the stairs and start up.

Ernest plows on, but he's on the verge of a coronary now. He stops, leaning against the railing, clutching his heart.

The Beefy Guys are coming, taking the steps seven at a time, not even breathing hard.

Ernest drags his ass up the stairs as fast as he can and comes out on the very high second floor. He's turning to run down the corridor when --

-- the third Beefy Guy comes out at the top of the back stairs.

ERNEST

Damn it!

CONTINUED

He turns to go back down, but the other Beefy Guys are nearly upon him now, just about twenty steps away, then thirteen, then six, so --

-- Ernest jumps into the elevator shaft. He grabs hold of the cable to slide down it, but it's so full of grease he immediately loses control. He slides down it, fast, unable to slow himself, the cable sliding through his hands like soap in the shower.

Ernest SHOUTS, but it actually makes for a pretty nifty getaway.

He THUDS to the bottom, landing on the roof of the elevator. It's just a short jog over to the front door.

Ernest looks up, far above, at the Beefy Guys, who are leaning over the spiral staircase, shaking their fists at him. He gives them a little salute and is about to leap off the top of the elevator car when --

-- CHUNG!

It engages. Someone has gotten in and pushed "up," the thing is now rising, fast, straight toward the Beefy Guys.

Shit!

ERNEST

He turns in a desperate circle, looking for a way off of this thing, but it's impossible. He looks up, to where the Beefy Guys are watching him approach, smiling, giving him little salutes.

But there's a bigger problem. The elevator car is headed straight for the roof of the house, which is closing in with alarming speed.

Ernest flattens himself on the roof of the elevator. The roof draws closer. He covers his head, just hoping there's enough space and he won't be crushed to death and --

-- CHUNG! The car stops with about two feet between Ernest and the roof. He breathes a sigh of relief.

But now the Beefy Guys are reaching up, over the elevator, trying to grab hold of him.

Trying to swat them off, Ernest looks down, through the cage roof of the elevator. Madeline and Helen are inside.

CONTINUED

MADELINE

Ernest! You're embarrassing us!

They get out of the elevator. Ernest looks up. There's a trap door in the roof above him. He throws the handle and flings it open.

Through the open doorway, he can see the night sky. He beats off the groping hands of the Beefy Guys and thrusts himself up, through the trap door opening.

CHUNG!!

The elevator engages beneath him and drops away, out from under his feet. He nearly falls, only his grip on the swinging trap door holding him up in the elevator shaft.

With a Herculean effort, Ernest pulls himself up, away from his pursuers, and through the trap door.

CUT TO:

108 EXT ROOF NIGHT

108

ERNEST bursts through the trap door and out onto the flat roof of Lisle's mansion. He staggers a little, blown by the wind, which is stiff as hell up here, on top of the world. In every direction, Ernest can see forever, the whole of Los Angeles is spread out far below.

A spring storm is on the way; thunder RUMBLES and lightning flashes.

Ernest looks around, knowing he doesn't have much time. He runs to one end of the roof and looks down, over the edge.

It's a sheer drop, down the side of the house and straight down a limitless cliff.

ERNEST

Damn!

He turns and looks around, growing panicky. He spots a garden trellis that comes all the way up to the top of the roof on the other side. He runs to it.

He leans over that edge and looks straight down, into pitch black. But at least the trellis goes all the way, at least all the way that he can see before it's lost in the black.

A door opens behind him. Ernest whirls.-

CONTINUED

MADELINE, HELEN, and Lisle's BEEFY GUYS have come out the door to the roof and are heading toward him.

ERNEST (cont.)

Stay away!

He shakily starts to climb down the garden trellis.

MADELINE

Ernest, be reasonable!

HELEN

Ernest, be careful!

The top board of the trellis CRACKS under Ernest's weight. He slips down several boards, SMASHING through each of them, before coming to rest on a tough one.

He heaves a sigh of relief.

But his reprieve is only temporary. Now the trellis breaks all the way, practically splitting down the middle. Ernest spins, still holding onto half of it, and SLAMS into the rain gutter, hard.

The trellis breaks away beneath him and falls into the black. Ernest doesn't fall, as his suspenders have hooked onto the rain gutter.

Ernest looks down, at his feet, dangling over the inky black.

Madeline, Helen, and the Beefy Guys rush forward to grab him, but the steel plate holding one end of the rain gutter RIPS out of the concrete.

The end of the gutter swings out, away from the building, dangling Ernest out six or seven feet away, held there by his suspenders, like a marionette.

ERNEST

Oh, my.

He looks at the side of the house. The other end of the rain gutter is held in by a steel plate with four bolts in it, one in each corner.

HELEN

Ernest! Give me your hand!

She goes to the edge of the roof and reaches out, but Ernest is much too far away.

CONTINUED

Ernest looks back to the steel plate. One of the bolts CRUNCHES out of the wall. The gutter shudders, almost spilling Ernest.

MADELINE

Ernest! Do you still have the
potion?! Do you have it?!

Ernest's eyes light up. He fumbles in his pocket and pulls out the potion bottle.

MADELINE (cont.)

Drink it! You can put yourself
together again!

Ernest spins the cap off.

MADELINE (cont.)

Drink it! You'll die otherwise!

Ernest looks at the potion. He looks at the steel plate. The second of the four bolts SNAPS out of the concrete. The gutter shakes again, and this time bends, dangerously close to falling.

HELEN

It's your only chance! Drink it!

The third bolt ZINGS out of the concrete, almost hitting Ernest. Only one bolt left.

Ernest looks at Madeline and Helen, looking at him, desperate. A strange, peaceful look crosses his face.

ERNEST

I'm sorry, dears.

MADELINE

What?!

The fourth bolt GROANS, pulling out of the concrete about halfway.

ERNEST

Tell them -- tell all the monsters
I created -- I'm so sorry.

He caps the bottle again, holds it out --

-- and deliberately lets go of it. It falls, for a long time, before there is the faroff sound of glass SHATTERING.

CONTINUED

Ernest looks up at Madeline and Helen for the last time --
-- and the bolt rips free. The gutter falls. So does Ernest.

The last thing he hears is the faroff SCREAMS of Madeline and Helen as he tumbles into the black abyss, down, down, a seemingly endless fall.

Just before he hits, there is a sudden FLASH as lights go on beneath him, illuminating something right in front of him, something he's going to slam into.

A stained glass window. Michelangelo's "Creation." Ernest covers his face as he SMASHES through the window --

CUT TO:

109 INT POOL ROOM NIGHT

109

-- and PLUNGES into Lisle's swimming pool in a shower of glass.

He hits the water hard, his fall broken, but he still SMACKS the bottom of the swimming pool pretty hard.

But not too hard. He opens his eyes and sees something floating in the water next to him something silvery and shiny --

-- the potion bottle, unbroken, still corked. Ernest grabs it and swims to the top, bursting out and GASPING for air.

He looks up at the window he crashed through. He looks over to the door.

ELVIS PRESLEY is standing at the circuit breaker box. He holds Lisle's dagger, which he has just pulled out of the circuit breaker box. The now half-clad BLONDE stands next to him, ready for a swim.

ELVIS
You gonna be done soon?

CUT TO:

110 EXT LISLE'S MANSION NIGHT

110

ERNEST runs down the hill from Lisle's mansion, SLOGGING as he goes. He hurries up to the valet parking area, where a '55 racing Porsche has been brought around.

CONTINUED

110 CONTINUED

110

Ernest shoves JAMES DEAN away from the driver's side, jumps in, and GUNS the engine, racing out of there.

DEAN

Hey!

111 UP AT THE HOUSE,

111

MADELINE, HELEN, and LISLE come out the front door, watching Ernest drive away. Madeline and Helen are in Lisle's wake, following her like disobedient children.

LISLE

He still has the potion.

(a threat)

It would be better for all of you
if you found him first.

CUT TO:

112 EXT DOMINICK'S

NIGHT

112

The Porsche SCREECHES to a halt outside Dominick's, Ernest's neighborhood bar.

CUT TO:

113 INT DOMINICK'S

NIGHT

113

It's late, and the place is empty -- except for the same comatose DRUNK at the end.

The door SLAPS open and ERNEST bursts in, looking wild. He walks over and slides onto his familiar stool, staring down at the bar. The BARTENDER comes and stands over him. Ernest doesn't even look up.

ERNEST

Scotch rocks.

BARTENDER (o.s.)

Hey, Dr. M!

Ernest looks up. It's TONI, his regular bartender, and to Ernest's addled brain she is a vision, sunbeams dancing off her teeth.

ERNEST

Toni!

CONTINUED

TONI

You know, you don't look so good.
Everything okay?

ERNEST

They're after me, Toni! They're
after me and they won't rest until
they catch me!

(leans forward,
confidentially)

They're all around us, you know.

TONI

Who is?

ERNEST

It sounds crazy, I know. Don't
ask me to explain --

(holds up the
potion bottle)

-- you would never believe the
horror that surrounds us in this
city!

TONI

Is Madeline involved?

ERNEST

Yes!

TONI

I believe every word.

She pours a cup of coffee and puts it in front of him.

ERNEST

What's this?

TONI

Your drink.

She holds up the coffee pot.

TONI (cont.)

Should I make it a double?

Ernest looks up at her like she's a saint. He drinks the
coffee deeply.

CUT TO:

114 INT MENVILLE MANSION NIGHT

114

HELEN and MADELINE burst in the front door of the mansion, frantic.

HELEN

Ernest?!

MADELINE

Ernest! Come down here right this minute!

HELEN

: He wouldn't come here! This is a waste of time! No one would come back here, it's idiotic!

They look at each other for a second.

HELEN (cont.)

I'll take this floor, you look upstairs.

CUT TO:

115 INT BAR NIGHT

115

ERNEST has his hands wrapped around his cup of coffee like it's all he's got left in life.

ERNEST

It's no use running -- no matter where I go, they'll find me. I want to disappear. I want to be forgotten and allowed to start over. No obligations, no one to look for me. I want to be reborn, and get it right this time.

TONI

You're right. Everyone deserves a second chance. If only you could just -- change your identity.

The Drunk sits bolt upright. His face turns completely white and he flails with his arms. Ernest and Toni don't notice.

ERNEST

It's not possible. What I need is a miracle, but I don't believe in miracles any more.

CONTINUED

The Drunk makes one sound --

DRUNK
ACK!

-- and he falls forward, his face hitting the bar with a loud CLUNK.

Ernest and Toni turn and look at him. They look at each other. They look at him.

ERNEST
Are you okay?

He gets up and goes to him. He shakes him.

ERNEST (cont.)
Excuse me? Are you all right?

The Drunk doesn't respond. Ernest puts his fingers on the side of his neck, feeling for a pulse.

ERNEST (cont.)
My God!

TONI
What?

ERNEST
He's dead!

TONI
What?! Are you sure?!

ERNEST
I've had some experience in these matters.

TONI
Dead. My God! The poor man! I'll call the police.

She hurries to the phone and picks it up.

ERNEST
What will they do? There's nobody to notify. Nobody's going to care.

Toni stops dialing, struck by a thought. She turns and looks at Ernest, eyes wide. He has been struck by the same thought.

CONTINUED

115 CONTINUED

115

ERNEST (cont.)
Well -- I've always admired him.

TONI
I think he would have wanted it
this way.

CUT TO:

116 INT MENVILLE MANSION NIGHT

116

MADELINE comes down the stairs, HELEN comes out of the other
room, and they meet in the foyer.

MADELINE
Well?

HELEN
Nothing. You?

MADELINE
Nothing.

HELEN
Where would he be?

MADELINE
I'm thinking!

She turns to pace and her eyes fall on the liquor cart. She
looks back at Helen. She looks at the liquor cart. Helen
looks at the liquor cart. They look at each other.

And they bolt for the door.

CUT TO:

117 EXT BAR NIGHT

117

TWO PARAMEDICS wheel a gurney out of the bar, a sheet pulled
up over a corpse. TONI follows the gurney, acting very
upset, talking to a COP who is going through Ernest's wallet.

TONI
(too helpful)
It's Menville. M-E-N-V-I-L-L-E.

COP
I can't seem to find any picture
ID here. Just credit cards and
so forth.

CONTINUED

TONI

Oh, I'm sure that's Dr. Menville.
I've known him for ten years.

COP

Yeah, well, without ID I'll need
a family member to look at the body.

Toni looks at him, alarmed but trying to cover.

COP (cont.)

Do you know his next of kin?

TONI

(mind racing)

Um, well -- I don't think Mrs.
Menville --

MADELINE (o.s.)

Mrs. Menville what?

They turn. MADELINE and HELEN have parked at the corner and are hurrying down the sidewalk. Madeline walks boldly, Helen lags behind a little, nervous.

TONI

(acting very well)

Oh, Mrs. Menville! I'm so sorry!
It's poor Dr. Menville! He's --
he's dead! I saw him die! Very
clearly!

HELEN

Ernest?

MADELINE

(pointing to
the body)

That's Ernest Menville?!

Toni nods, sobbing.

HELEN

He's dead? Ernest is dead!
Everybody's dead!

COP

(to Madeline)

I'm sorry, ma'am. These are his
personal possessions. His wallet,
his keys, everything he had on him.

CONTINUED

Madeline quickly goes through the items, looking for the potion bottle.

MADELINE
This is it? This is all?!

COP
Uh -- yes ma'am.

MADELINE
There was nothing else? Maybe --
in a pocket?

COP
I'll have to ask you to identify
the body.

Madeline turns and goes to the gurney. Toni's eyes widen in alarm.

Madeline reaches out and takes hold of the sheet with one hand. Toni puts her hands to her mouth, paralyzed with fear.

Madeline starts to draw back the sheet.

TONI
Wait a minute!

Madeline turns. She's holding the sheet up with one hand, clearly exposing the DRUNK's face, but she's looking back at Toni.

MADELINE
What?

Toni, desperate, pulls the potion bottle from her pocket and holds it out in front of her.

TONI
He had this with him! What
should I do with it?!

Madeline and Helen exchange a look. Madeline lets go of the sheet, which settles over the Drunk's face again. She walks over to Toni, alarmed but not showing it.

MADELINE
I'll take care of it for you.

Her hand closes around the potion bottle and she tugs it from Toni's unwilling hand. Madeline closes her eyes in relief.

CONTINUED

COP
(still at the gurney)
Uh -- ma'am?

Madeline turns. For the first time, she realizes she is a grieving widow.

MADELINE
(theatrically)
Oh -- yes. Yes, that's my husband.

The Cop gestures to the Paramedics, who finish loading the body and SLAM the ambulance doors.

COP
You can claim the body tomorrow
at the morgue.

MADELINE
The morgue?!
(thinks)
I'll send someone.

The Cop shrugs and goes to his car. Madeline and Helen come together, watching the ambulance as it pulls away.

HELEN
(genuinely)
What a shame! What a loss!

MADELINE
I know. Good morticians are so
hard to find.

CUT TO:

118 INT TONI'S CAR DAY

118

TONI is driving her car, fast. ERNEST is in the passenger seat, dressed in the Drunk's clothes.

TONI
I'm so sorry I had to give up
that bottle. It was the only
thing I could think of.

ERNEST
Don't be sorry. That bottle saved
my life.

He looks at her.

CONTINUED

ERNEST (cont.)
You saved my life.

TONI
 I'm just afraid they're going
 to realize that body isn't yours.

ERNEST
 Maybe they will. But not before
 I'm far, far away.

Toni turns and looks at him, a look that is a combination of affection and sadness, but he seems already a million miles away.

CUT TO:

119 EXT SWISS STREET DAY

119

This is a small, quaint street somewhere in a village high in the Swiss Alps. There are no cars, and few signs of progress. Time doesn't seem to move much here.

A legend:

SWITZERLAND, 27 YEARS LATER.

It's a beautiful spring day, late in the afternoon. MADELINE and HELEN are sitting on a cafe terrace that looks out over a park.

They look exactly the same as they did twenty-seven years ago. They look exquisite. They look bored to death.

HELEN
 Do you want to go to London?

MADELINE
 Again?

HELEN
 Do you want to go to Paris?

MADELINE
 I don't care.

HELEN
 Do you want to go anywhere?

Madeline just looks at her.

CONTINUED

MADELINE

What's the rush?

Madeline looks out, into the park. An OLD COUPLE are making their timid, deliberate way across the park, clinging to each other for support.

MADELINE (cont.)

Look at that couple.
(Helen doesn't answer)
Look at them!

HELEN

I am looking at them.

MADELINE

God, they're old. Pathetic, huh?
(Helen doesn't answer)
Huh?!

HELEN

Yeah. Pathetic.
(she doesn't mean it)
Pathetic.

120 OUT IN THE PARK,

120

the Old Couple stop to catch their breath and look at each other admiringly. They're ERNEST and TONI, now in their late seventies.

They smile warmly.

ERNEST

Hungry?

TONI

Starving.

Toni holds out her hand to him, and it's an old, wrinkled, liver-spotted hand. Ernest takes it with his left hand, which is every bit as old.

And then he covers it with his right hand. The hand of a twenty-five year old.

FADE OUT.